

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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	:
<b>In re</b>	:
	:
<b>AMR CORPORATION, et al.,</b>	:
	:
<b>Debtors.</b>	:
	:
-----X	

**Chapter 11 Case No.**  
**11-\_\_\_\_ (\_\_\_\_)**  
**(Jointly Administered)**

**AFFIDAVIT OF ISABELLA D. GOREN**  
**PURSUANT TO LOCAL BANKRUPTCY RULE 1007-2**

STATE OF NEW YORK                    )  
  )       ss:  
COUNTY OF NEW YORK                )

Isabella D. Goren, being duly sworn, hereby deposes and says:

1. I am the Chief Financial Officer and Senior Vice President of AMR Corporation (“**AMR Corp.**”) and its subsidiary American Airlines, Inc. (“**American Airlines**”). On November 29, 2011 (the “**Commencement Date**”), AMR Corp. and its subsidiaries American Airlines Realty (NYC) Holdings, Inc.; American Airlines; AMR Eagle Holding Corporation; Americas Ground Services, Inc.; PMA Investment Subsidiary, Inc.; SC Investment, Inc.; American Eagle Airlines, Inc.; Executive Airlines, Inc.; Executive Ground Services, Inc.; Eagle Aviation Services, Inc.; Admirals Club, Inc.; Business Express Airlines, Inc.; Reno Air, Inc.; AA Real Estate Holding GP LLC; AA Real Estate Holding L.P.; American Airlines Marketing Services LLC; American Airlines Vacations LLC; American Aviation Supply LLC; and American Airlines IP Licensing Holding, LLC (collectively, the “**Debtors**,” and together with each of their non-Debtor subsidiaries, “**AMR**”) each commenced a case under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”). I am knowledgeable and familiar with the business and financial affairs of AMR. This Affidavit is submitted pursuant to Rule

1007-2 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”) for the purpose of apprising the Court and other parties in interest of the circumstances that compelled the commencement of the chapter 11 cases and in support of (i) the Debtors’ chapter 11 petitions and (ii) the motions and applications that the Debtors have filed with the Court, including, but not limited to, the “first-day motions” (the “**First-Day Pleadings**”). I am authorized to submit this Affidavit on behalf of AMR.

2. I have been employed by AMR for twenty-five years. I joined American Airlines as a financial analyst in 1986 and subsequently held managerial positions in the financial planning, human resources, and revenue management departments. In 1992, I became AMR’s director of investor relations, serving as AMR’s primary interface with the Wall Street community. Between 1994 and 1998, I held positions at AMR Services, a then subsidiary of AMR Corp., following which I was elected a corporate officer of American Airlines and named vice president of customer services planning. Since that time, I held a number of different leadership positions before being elected a senior officer of American Airlines in 2006. In July of 2010, I became AMR Corp.’s and American Airlines’ Chief Financial Officer. I earned a Bachelor of Science degree from the University of Texas and an MBA from Southern Methodist University.

3. Except as otherwise indicated, the facts set forth in this Affidavit are based upon my personal knowledge, my review of relevant documents, information provided to me by employees working under my supervision, or my opinion based upon experience, knowledge, and information concerning the operations of AMR and the airline industry. If called upon to testify, I would testify competently to the facts set forth in this Affidavit. Unless otherwise

indicated, the financial information contained herein is unaudited and provided on a consolidated basis for AMR, which includes certain of its non-Debtor subsidiaries.

4. This Affidavit is intended to provide a summary overview of the business of AMR and the need for restructuring the business pursuant to chapter 11. Section I describes the nature of the AMR business. Section II describes the circumstances that compelled the commencement of the chapter 11 cases. Section III describes the capital structure of AMR and the potential financial circumstances that will impact the administration of the chapter 11 cases. Section IV identifies the attached schedules of information required by Local Bankruptcy Rule 1007-2.

## **I.**

### **AMR's Business**

5. AMR Corp. was incorporated in October 1982, and virtually all of its operations are within the global airline industry. Its principal subsidiary, American Airlines, was founded in 1934 and has long been America's premier flagship airline. As of November 1, 2011, American Airlines had a fleet of over 600 jet aircraft and provided approximately 1,800 scheduled daily departures to approximately 160 destinations throughout North America, the Caribbean, Latin America, Europe, and Asia.

6. AMR Eagle Holding Corporation ("**Eagle**") is a wholly-owned subsidiary of AMR. It owns two regional airlines doing business as "American Eagle": American Eagle Airlines, Inc. and Executive Airlines, Inc. The American Eagle fleet and flights operated by an independent carrier operating as "American Connection" feed passenger traffic to American Airlines pursuant to a capacity purchase agreement under which American Airlines receives all passenger revenue from flights and pays Eagle and American Connection for the services they

provide to American Airlines. As of November 1, 2011, Eagle provided approximately 1,500 scheduled daily departures to over 175 destinations in North America, Mexico, and the Caribbean.

7. Domestic Operations. AMR carriers serve a total of 180 cities in the United States, with an average of 3,000 daily departures. AMR's domestic network is focused on the most important business markets: New York, Los Angeles, Chicago, Dallas/Fort Worth, and Miami. Eagle increases the number of markets served by providing connections at American Airlines' primary markets to regional destinations not otherwise serviced by American Airlines. AmericanConnection, similarly, provides connecting service to American Airlines through Chicago O'Hare.

8. International Operations. As of November 1, 2011, AMR carriers provided approximately 300 departures per day to international destinations in the Caribbean, Canada, Latin America, Europe, and Asia. American Airlines is also a founding member of the **oneworld** alliance, pursuant to which member airlines may offer to their customers more services and benefits than any member airline can provide individually, including (i) a broader route network, (ii) opportunities to earn and redeem frequent flyer miles across the combined **oneworld** network, and (iii) access to more airport lounges and clubs. The strength of the AMR network has been complemented and reinforced by bringing some of the best international carriers into the **oneworld** global alliance. The airlines that are **oneworld** members collectively serve 750 destinations in approximately 150 countries, with more than 8,400 daily departures. In 2010, AMR's operating revenue from international operations was approximately 40% of total operating revenues.

9. Cargo. AMR carriers provide over 90 million pounds of weekly cargo lift capacity to major cities in the United States, Europe, Canada, Mexico, the Caribbean, Latin America, and Asia.

10. Frequent Flyer Program. American Airlines established the AAdvantage® frequent flyer program (“AAdvantage®”) to develop passenger loyalty by offering awards to travelers for their continued patronage. The program has been, and continues to be, beneficial and successful. AAdvantage® benefits from a growing base of approximately 67 million members. AMR sells mileage credits and related services to other participant companies in the AAdvantage® program, of which there are over 1,000.

11. Other Revenue. Approximately 11% of AMR’s 2010 total revenue came from marketing services related to the sale of mileage credits in the AAdvantage® program, membership fees and related revenue from AMR’s Admirals Club operations, service charges, and baggage handling fees.

12. Aircraft. Substantially all of the aircraft in AMR’s fleet are financed through operating leases, capital leases, private bank mortgages, and publicly-issued secured debt instruments. As of November 1, 2011, American Airlines had a fleet of over 600 aircraft and Eagle had a fleet of approximately 300 aircraft.

13. Future Aircraft Acquisitions. As part of its continuing development of foundational building blocks for a successful future, AMR recently reached innovative and industry-leading agreements with Boeing and Airbus that will enable the Company within five years to operate the youngest and most efficient fleet among its U.S. competitors. Under these agreements, American Airlines expects to acquire 460 narrowbody aircraft beginning during the period 2013-2022. These agreements represent a major foundation for AMR’s future. Included

in the entire package of acquisition agreements is \$13 billion of committed financing from the aircraft manufacturers. The acquisitions will allow the lowering of costs and greater flexibility to capitalize fully on the network.

14. Labor. AMR employs more than 88,000 people domestically and abroad. A majority of AMR's U.S. based employees are unionized and subject to collective bargaining agreements.

## II.

### **The Need for Chapter 11 Relief and the Events Compelling the Commencement of These Chapter 11 Cases**

15. As reflected in the chart annexed hereto as **Exhibit "A,"** since 2009, AMR's financial performance has lagged behind its major network competitors. Each of the other airlines in this chart, of course, restructured their costs and emerged from chapter 11 prior to 2009. (United emerged from chapter 11 in 2006; US Airways emerged from its second chapter 11 in 2005; Delta and its future merger partner Northwest emerged from chapter 11 in 2007.)

16. To address the liquidity needs that resulted from its weak financial performance, AMR has over the past few years obtained additional secured financing by pledging virtually all of its unencumbered assets. Even with that security, the financial markets have required interest rates on those financings which are above the prevailing market rates in the low-interest environment of recent years. That added cost, of course, has aggravated AMR's cost structure.

17. There are a number of reasons for AMR's weakened financial condition. The Airline Deregulation Act of 1978 was intended to, and did, transform the U.S. airline industry from an era of economic regulation to an era of intense competition. The intensity of

that competition has increased markedly since the advent of Internet-based marketing and reservations systems that resulted in complete price transparency to the consumer – making comparison shopping for the lowest fare extremely easy. In the twenty years following deregulation, many of the most prominent U.S. air carriers – household names like Pan American, Eastern, TWA, and Braniff – failed to compete effectively, entered bankruptcy, and were either absorbed by merger or liquidated. During that same twenty-year period, however, AMR was an industry leader in innovation, cost reduction, and increased efficiencies, which enabled AMR's carriers to grow and prosper despite enormous competitive challenges.

18. Following the events of September 11, 2001, however, the entire remaining U.S. airline industry faced even greater challenges, including, but not limited to, a significant decline in air travel and dramatically increased costs for security and fuel. Those challenges led two major network carriers, US Airways and United Airlines, to seek relief under chapter 11 in 2002. Two other major network carriers, Delta Air Lines and Northwest Airlines, struggled through three more years but ultimately filed for relief under chapter 11 in September 2005.

19. AMR has been the only major network carrier that has not sought the relief afforded by chapter 11 to restructure operating costs and liabilities. Like the other major network carriers, AMR faced a major financial crisis as a result of the events of September 11, 2001. Unlike the other carriers, however, and with the cooperation of its employees, AMR was able to stave off bankruptcy by implementing hundreds of initiatives resulting, by the end of 2004, in annual cost reductions of approximately \$4.1 billion. This included reaching consensual agreements with the labor unions and the non-union employees at American Airlines in the Spring of 2003, which reduced American Airlines' labor costs by approximately \$1.8 billion per

year. This gave AMR what was then perceived as an opportunity to return to prosperity and success with competitive costs. Since that time, however, AMR's major competitors exited chapter 11 with dramatically improved balance sheets and dramatically reduced costs, including labor costs that are significantly lower than AMR's labor costs.

20. As a result of their chapter 11 restructurings, AMR's major network competitors have each been able to return to profitability. Each of these competitors achieved this financial performance despite the impact of the major economic downturn and despite the dramatic increase in the price, and price volatility, of jet fuel.

21. AMR long ago learned, through bitter experience, that if it does not match competitors' fares on a route, it will lose customers to the lower priced carrier. Thus, experience has taught AMR that having higher prices results in lower revenues, rather than higher revenues. That leads to a fundamental point of basic economics: Where intense price competition prevails in a marketplace, the key to profitability is a competitive cost structure. Since their restructurings in chapter 11, AMR's major network competitors all have lower costs than AMR. Indeed, as demonstrated in **Exhibit "B,"** annexed hereto, AMR today has the highest operating costs among the four surviving major U.S. network air carriers (i.e., compared to United, Delta, and US Airways).

22. Industry analysts also fully recognize the problem of AMR's noncompetitive cost structure. *See, e.g.,* Michael Linenberg, AMR Corporation: Sept Q Loss Underscores AMR Challenges *in* Deutsche Bank Equity Research Report (Oct. 20, 2011) ("Although we believe AMR at its core has all of the elements of a strong franchise, it will never be able to achieve its potential until it has a competitive cost structure.").



23. AMR has undertaken major efforts over the past eight years to reduce its costs. As noted, by the end of 2004, AMR had achieved approximately \$4.1 billion in annual cost reductions. These efforts, which include reductions in food and beverage costs, commission expenses, fuel savings initiatives, fleet simplification, information technology service spending reductions, streamlined operating procedures and productivity improvements, supplier cost reductions, and the aforementioned renegotiated labor costs, resulted in cumulative annual savings by 2008 of approximately \$6 billion. Faced with the relentless pressures of ever-intensifying competition and rising fuel prices, in 2010 AMR pursued over fifty additional non-fuel cost reduction initiatives aimed at generating another \$250 million in annual savings. These initiatives included increasing reliance on automated passenger check-in (kiosks, AA.com, and Mobile AA.com); changes to health benefit plans, including enhanced care management, increased employee contribution percentages, and higher co-pays for its non-union workforce; reduction in maintenance costs, including closing the Kansas City maintenance base and eliminating four line maintenance stations; enhancing systems to correct vendor overcharges for sales and use taxes; consolidation of Latin American accounting offices; adopting a "Price-to-Profitability" program to target additional supplier savings; reduction of commission rates on Caribbean services; and renegotiation of IT support rates with its third-party vendor. AMR has continued to pursue every effort short of chapter 11 to reform its cost structure, pursuing over sixty additional initiatives aimed at reducing 2011 costs by another \$300 million, including programs to develop and use alternative aircraft parts manufacturing to avoid price escalation being imposed by original equipment manufacturers; implementing bag scanning and other efforts to improve dependability and reduce mishandled bag costs on a per-passenger basis; eliminating post-65 retiree medical and increasing contributions pre-age 65 (for management and

other employee groups not covered by collective bargaining agreements); implementing innovative technology solutions to better deploy airport ground personnel; using a new aircraft route analysis system to lower air traffic control expenses; and implementing an energy management system at JFK airport.

24. In addition, as part of the strategy to build for the future, in recent years additional concessions have been obtained from various vendors and suppliers. AMR also has pursued “Fuel Smart” initiatives aimed at saving an estimated 140 million gallons of fuel in 2011 alone (a savings of more than \$400 million, assuming \$3 per gallon prices).

25. AMR has not confined its efforts to cost reduction initiatives. Over the past years, AMR has pursued an aggressive strategy to put in place foundational building blocks to help establish a successful future. In addition to focusing on achieving a competitive and sustainable cost structure, its “Flight Plan 2020” strategy also reflects intense efforts to strengthen its network by focusing on the most important markets for business/premium travel, secure alliances through joint business arrangements with premier partners on routes across the Atlantic and Pacific, improving its product through enhanced service, customer technology, and an overall better airport/onboard experience for its customers. The innovative Boeing/Airbus transactions described above will provide AMR with the newest and most fuel-efficient fleet among its U.S. network peers – a major building block for future viability.

26. However, despite these efforts, a substantial challenge still remains. The improvements and cost reductions AMR was able to achieve in recent years were not sufficient to provide relief that would permit AMR to close the gap in operating costs and enable AMR to have a cost structure comparable with its peers. AMR has been materially and negatively affected by the combination of (i) competitive advantages that other airlines were able to obtain

as a result of their chapter 11 restructurings and reorganizations, (ii) the continued penetration and growth of low cost carriers, and (iii) the continuing unstable and depressed global economic environment which has followed the near collapse of the financial markets in 2008. This combination has severely impeded the ability of AMR to achieve profitable operations and thereby preserve the value of its business for the benefit of its economic stakeholders, employees, creditors, and the public. AMR cannot continue to progress towards a viable and stable future without further, significant remediation of its uncompetitive cost structure. Without addressing the realities of the marketplace, AMR cannot be competitive with its peers.

27. Most recently, given the uncertain economic outlook, volatile fuel prices, and the industry dynamics, AMR's uncompetitive cost structure and financial condition have been the subject of numerous industry analysts reports, giving rise to speculation about the possibility of bankruptcy. As a result, shares of common stock of AMR have declined from \$7.92 per share at the beginning of 2011 to \$1.61 per share on November 23, 2011.

28. AMR's ability to be profitable depends on a variety of factors, including the overall industry environment, customer demand, yield and industry capacity growth, and, of course, fuel prices. Because the airline industry is labor intensive and AMR has higher labor-related costs, AMR has been unable to match its competitors' abilities to adequately deal with such variables. That economic disadvantage severely impedes the ability of AMR to compete effectively and return to profitability. If not corrected, the cost differential and financial gap between AMR and its competitors will widen to the prejudice and harm of AMR's stakeholders, employees, and the public.

29. The threat of continued value erosion is a primary catalyst for action to preserve and enhance going concern values and restructure AMR's financial conditions and

operations before the course becomes irreversible. The opportunity exists to restore AMR to its place as America's premier airline.

### III.

#### Capital Structure

30. AMR and American Airlines are public reporting companies under Section 12(b) of the Securities and Exchange Act of 1934. AMR Corp.'s shares of common stock, par value \$1, are publicly traded under the symbol "AMR" on the New York Stock Exchange. As of October 13, 2011, there were 335,227,024 shares of AMR Corp. common stock outstanding. American Airlines' shares of common stock, par value \$1, are not publicly traded. As of October 14, 2011, there were 1,000 shares of American Airlines common stock outstanding. Eagle's shares of common stock, par value \$1.00, are not publicly traded.

31. AMR Corp., a Delaware corporation, is the direct parent company of American Airlines, Eagle, and the following Debtors: Americas Ground Services, Inc.; PMA Investment Subsidiary, Inc.; and SC Investment, Inc. (collectively with Airlines and Eagle, the "**Wholly-Owned Subsidiaries**"). AMR Corp. is the indirect parent company of the remaining Debtors: American Airlines Realty (NYC) Holdings, Inc., which is a New York corporation and has its principal assets in New York City; AA Real Estate Holding GP LLC; AA Real Estate Holding L.P.; Reno Air, Inc.; American Airlines Marketing Services LLC; American Airlines Vacations LLC; Admirals Club, Inc.; American Aviation Supply LLC; American Airlines IP Licensing Holding, LLC; American Eagle Airlines, Inc.; Executive Airlines, Inc.; Executive Ground Services, Inc.; Eagle Aviation Services, Inc.; and Business Express Airlines, Inc. Eagle is the direct parent company of American Eagle Airlines, Inc.; Executive Airlines, Inc.; Eagle Aviation Services, Inc.; and Business Express Airlines, Inc. (the "**Eagle Wholly-Owned**

**Subsidiaries**”). Executive Airlines, Inc. is the direct parent company of Executive Ground Services, Inc.

32. AMR Corp. owns 100% of the issued and outstanding stock of each of the Wholly-Owned Subsidiaries. American Airlines owns 100% of the issued and outstanding common stock of American Airlines Realty (NYC) Holdings, Inc.; Reno Air, Inc.; and Admirals Club, Inc. American Airlines owns 100% of the membership interests in AA Real Estate Holding GP LLC, a Delaware limited liability company, which is a general partner of AA Real Estate Holding L.P., a Delaware limited partnership, of which American Airlines holds a 99.5% interest. American Airlines also owns 100% of the membership interests in American Airlines Marketing Services LLC, a Virginia limited liability company, as well as American Airlines Vacations LLC, American Aviation Supply LLC, and American Airlines IP Licensing Holding, LLC, each of which is a Delaware limited liability company. Eagle owns 100% of the issued and outstanding common stock of the Eagle Wholly-Owned Subsidiaries. Executive Airlines, Inc. owns 100% of the issued and outstanding common stock of Executive Ground Services, Inc.

33. As of September 30, 2011, AMR had consolidated reported assets and liabilities of approximately \$24,719,000,000 and \$29,552,000,000, respectively. As of November 25, 2011, AMR has \$4.1 billion of unrestricted cash and short-term investments. AMR recorded a consolidated net loss of \$162 million in the third quarter of 2011 compared to net income of \$143 million in the third quarter of 2010. The significant prepetition indebtedness of AMR consists primarily of the following:

34. As of September 30, 2011, AMR had approximately \$10.9 billion in debt obligations consisting of secured variable and fixed rate indebtedness, enhanced equipment trust certificates, special facility revenue bonds, 7.50% senior secured notes, the Citibank advance

purchase miles agreement, 6.25% senior convertible notes, debentures, and notes. In addition, AMR had outstanding guarantees, operating leases, unsecured trade payables, and similar obligations that are not included in the debt obligations. AMR's payments for interest, net of capitalized interest, in 2010, 2009, and 2008 were \$735 million, \$631 million, and \$685 million, respectively.

*Secured Variable and Fixed Rate Indebtedness*

35. As of September 30, 2011, AMR had approximately \$4.6 billion of secured variable and fixed rate indebtedness outstanding with maturities through 2023. Substantially all of this debt is secured by aircraft operated by American Airlines or American Eagle. \$655 million of the debt is publicly traded. The effective interest rates vary from 1.0% to 13.0% per annum.

*Enhanced Equipment Trust Certificates*

36. As of September 30, 2011, AMR had approximately \$2.0 billion of enhanced equipment trust certificates ("EETCs") outstanding with maturities through 2021. \$73 million of these certificates are secured by spare engines, and the remainder are secured by American Airlines aircraft. Substantially all of the debt is publicly traded. The issues are in multiple tranches, and the effective interest rates vary by tranche from 5.1% to 12.0% per annum.

*Special Facility Revenue Bonds*

37. Certain special facility revenue bonds have been issued by certain municipalities or other governmental authorities primarily to purchase equipment and/or improve airport facilities that are leased or otherwise used by American Airlines or its affiliates. Neither the full faith and credit, nor the taxing power, if any, of the respective governmental issuer of

each such series of bonds is pledged to the payment of the principal of, premium, if any, or interest on, such bonds. Such bonds are payable solely from certain revenues derived primarily from certain payments to be made by AMR, American Airlines, or both.

38. Approximately \$1.6 billion in aggregate principal amount of such revenue bonds were accounted for as debt by AMR as of September 30, 2011 with maturities through 2036. All of the debt is publicly traded. The effective interest rates vary from 6.0% to 8.5% per annum.

*The 7.50% Senior Secured Notes*

39. In March 2011, American Airlines issued \$1 billion in aggregate principal amount of 7.50% senior secured notes due 2016 (the “**Senior Secured Notes**”) pursuant to that certain indenture, dated as of March 15, 2011, among American Airlines, AMR Corp., U.S. Bank National Association, as trustee, and Wilmington Trust Company, as collateral trustee. The Senior Secured Notes bear interest at a rate of 7.50% payable semiannually. Subject to certain limitations, the Senior Secured Notes are secured by certain route authorities, airport landing and takeoff slots, and rights to use or occupy space in airport terminals, that American Airlines uses to operate nonstop services between certain airports in the United States and London’s Heathrow Airport, and between certain airports in the United States and in Japan and China. As of September 30, 2011, the entire principal amount of the Senior Secured Notes was outstanding.

*The Citibank Advance Purchase Miles Agreement*

40. In 2009 AMR entered into an arrangement (the “**Citibank Arrangement**”) under which Citibank (South Dakota), N.A. (“**Citibank**”) paid \$1.0 billion to American Airlines in order to prepurchase AAdvantage Miles (the “**Advance Purchase Miles**”) under the AAdvantage® program (the “**Advance Purchase**”). Approximately \$890 million of

the Advance Purchase proceeds is accounted for by AMR as a loan from Citibank, with the remaining \$110 million recorded as deferred revenue and credits. Under the Citibank Arrangement, AMR agreed to apply the Advance Purchase Miles to Citibank cardholders' AAdvantage accounts in equal monthly installments over a five-year period beginning on January 1, 2012.

41. Under the Citibank Arrangement, Citibank was granted a first-priority lien on certain of AMR's AAdvantage program assets, and a lien on certain of AMR's Heathrow and Narita routes and slots that would be subordinated to any subsequent first lien. Commencing on December 31, 2011, AMR has the right to repurchase, without premium or penalty, any or all of the Advance Purchase Miles that have not been posted to Citibank cardholders' accounts. AMR also is obligated, in certain circumstances, to repurchase all of the Advance Purchase Miles that have not been used by Citibank.

*6.25% Senior Convertible Notes*

42. As of September 30, 2011, AMR had \$460 million in senior convertible notes outstanding in a single issue, with a final maturity in 2014. The convertible notes were issued pursuant to a supplemental indenture dated September 28, 2009, with Wilmington Trust Company, as trustee. The convertible notes are each convertible by their respective holders into shares of AMR common stock at an initial conversion rate of 101.0101 shares per \$1,000 principal amount of convertible notes, which represents an equivalent initial conversion price of approximately \$9.90 per share. The convertible notes are unsecured.



*9.0% - 10.20% Debentures due through 2021*

43. As of September 30, 2011, AMR had \$214 million in debentures outstanding in multiple issues, with the final maturity in 2021. The debentures are unsecured and are publicly traded. The effective interest rates range from 9.0% to 10.2% per annum.

*7.88% - 10.55% Notes due through 2039*

44. As of September 30, 2011, AMR had \$173 million in notes outstanding in multiple issues, with the final maturity in 2039. The notes are unsecured and are publicly traded. The effective interest rates range from 7.88% to 10.55% per annum.

*Financing Activity Since September 30, 2011*

45. On October 3, 2011, American Airlines made the final principal payment of \$829 million in satisfaction of EETCs issued in September 2001.

46. On October 4, 2011, American Airlines issued an EETC with an outstanding principal amount of \$726 million and a final maturity in 2021. This single tranche debt is secured by certain American Airlines aircraft and bears a coupon of 8.625%.

*Capital Leases*

47. Separate from the foregoing debt obligations, as of September 30, 2011, AMR had \$694 million in capital lease obligations.

*Off Balance Sheet Financings*

48. AMR has approximately \$1.5 billion of off balance sheet special facility revenue bonds, of which \$940 million has been expensed and accrued in other liabilities, deferred gains, and deferred credits. These bonds have similar characteristics and attributes as the special facility bonds that are carried on the balance sheet as debt, except that the accounting

treatment is similar to an operating lease. The bonds have maturities through 2035 with effective annual interest rates from 5.40% to 9.05%.

49. AMR has significant operating lease obligations for aircraft, facilities, and equipment. Future minimum lease payments required under operating leases that have initial or remaining non-cancelable lease terms in excess of a year as of September 30, 2011, were: remainder of 2011 – \$309 million, 2012 – \$1.1 billion, 2013 – \$1.0 billion, 2014 – \$861 million, 2015 – \$703 million, and 2016 and beyond – \$6.3 billion.

*Guarantees*

50. As of September 30, 2011, AMR Corp. issued guarantees covering approximately \$1.6 billion of American Airlines' special facility revenue bond debt (and interest thereon) and \$2.7 billion of American Airlines' secured debt (and interest thereon), including debt related to aircraft transfers from Eagle to American Airlines. American Airlines issued guarantees covering approximately \$848 million of AMR Corp.'s unsecured debt and interest thereon.

51. In addition, as of September 30, 2011, AMR Corp. and American Airlines had issued guarantees covering approximately \$170 million of Eagle's secured debt (and interest thereon) and AMR Corp. had also guaranteed \$1.5 billion of Eagle's secured debt (and interest thereon). AMR Corp. had also guaranteed \$115 million of American Airlines' leases of certain Super ATR aircraft, which are subleased to Eagle.

*Trade Payables*

52. As of the Commencement Date, AMR has unsecured trade payables of more than \$600 million.

**VI.**

**Information Required by Local Rule 1007-2**

53. Local Rule 1007-2 requires certain information related to the Debtors, which is set forth below.

54. Pursuant to Local Rule 1007-2(a)(3), Schedule 1 hereto lists the names and addresses of the members of, and attorneys for, any committee organized prior to the Commencement Date and a brief description of the circumstances surrounding the formation of the committee and the date of its formation.

55. Pursuant to Local Rule 1007-2(a)(4), Schedule 2 hereto lists the following information with respect to each of the holders of the Debtors' fifty (50) largest unsecured claims on a consolidated basis, excluding claims of insiders: the creditor's name, address (including the number, street, apartment or suite number, and zip code, if not included in the post office address), and telephone number; the name(s) of persons(s) familiar with the Debtors' accounts, the approximate amount of the claim, and an indication of whether the claim is contingent, unliquidated, disputed, or partially secured.

56. Pursuant to Local Rule 1007-2(a)(5), Schedule 3 hereto provides the following information with respect to each of the holders of the five (5) largest secured claims against the Debtors on a consolidated basis: the creditor's name, address (including the number, street, apartment or suite number, and zip code, if not included in the post office address), and telephone number; the approximate amount of the claim; a brief description of the collateral securing the claim; an estimate of the value of the collateral, and whether the claim or lien is disputed.

57. Pursuant to Local Rule 1007-2(a)(6), Schedule 4 hereto provides a summary of the Debtors' consolidated assets and liabilities.

58. Pursuant to Local Rule 1007-2(a)(7), Schedule 5 hereto provides the following information: the number and classes of shares of stock, debentures, and other securities of the Debtors that are publicly held and the number of record holders thereof; and the number and classes of shares of stock, debentures, and other securities of the Debtors that are held by the Debtors' directors and officers, and the amounts so held.

59. Pursuant to Local Rule 1007-2(a)(8), Schedule 6 hereto provides a list of all of the Debtors' property in the possession or custody of any custodian, public officer, mortgagee, pledgee, assignee of rents, secured creditor, or agent for any such entity, giving the name, address, and telephone number of each such entity and the location of the court in which any proceeding relating thereto is pending.

60. Pursuant to Local Rule 1007-2(a)(9), Schedule 7 hereto provides a list of the premises owned, leased, or held under other arrangement from which the Debtors operate their business.

61. Pursuant to Local Rule 1007-2(a)(10), Schedule 8 hereto provides the location of the Debtors' substantial assets, the location of their books and records, and the nature, location, and value of any assets held by the Debtors outside the territorial limits of the United States.

62. Pursuant to Local Rule 1007-2(a)(11), Schedule 9 hereto provides a list of the nature and present status of each action or proceeding, pending or threatened, against the Debtors or their property where a judgment against the Debtors or a seizure of their property may be imminent.

63. Pursuant to Local Rule 1007-2(a)(12), Schedule 10 hereto provides a list of the names of the individuals who comprise the Debtors' existing senior management, their tenure with the Debtors, and a brief summary of their relevant responsibilities and experience.

64. Pursuant to Local Rule 1007-2(b)(1)-(2)(A), Schedule 11 hereto provides the estimated amount of weekly payroll to the Debtors' employees (not including officers, directors, stockholders, and partners) and the estimated amount to be paid to officers, stockholders, directors, members of any partnerships, and financial and business consultants retained by the Debtors for the thirty (30) day period following the filing of the Debtors' chapter 11 petitions as the Debtors intend to continue to operate their business.

65. Pursuant to Local Rule 1007-2(b)(3), Schedule 12 hereto provides, for the thirty (30) day period following the filing of the chapter 11 petitions, a list of estimated cash receipts and disbursements, net cash gain or loss, obligations, and receivables expected to accrue that remain unpaid, other than professional fees.

## V.

### **Conclusion**

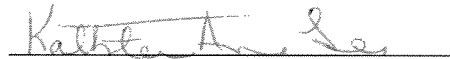
66. The above illustrates the factors that have precipitated the commencement of the chapter 11 cases and the critical need for AMR to restructure its financial affairs and operations. The provisions of chapter 11 will assist in enabling AMR to achieve its objective of reestablishing itself as a viable economic enterprise able to compete in its marketplace to the benefit of its economic stakeholders, employees, and the public it serves.

67. The foregoing is true and correct to the best of my knowledge,  
information, and belief.



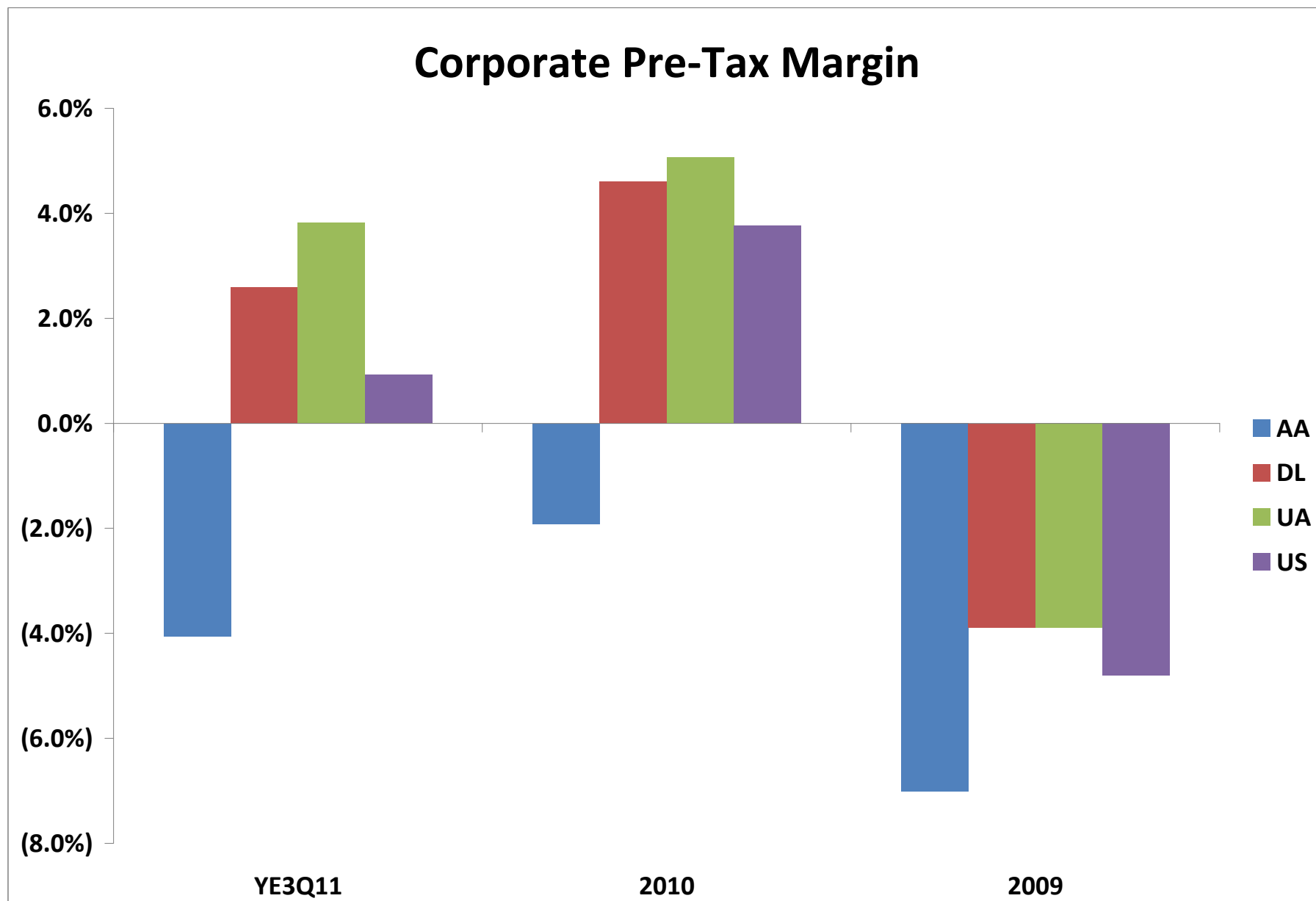
Isabella D. Goren  
Senior Vice President and  
Chief Financial Officer of  
AMR Corporation

Sworn to and subscribed before me, a notary public for the State of New York,  
County of New York, this 29<sup>th</sup> day of November, 2011.

  
Notary Public

KATHLEEN ANNE LEE  
Notary Public, State of New York  
No. 01LE6119251  
Qualified in New York County  
Commission Expires November 29, 2012

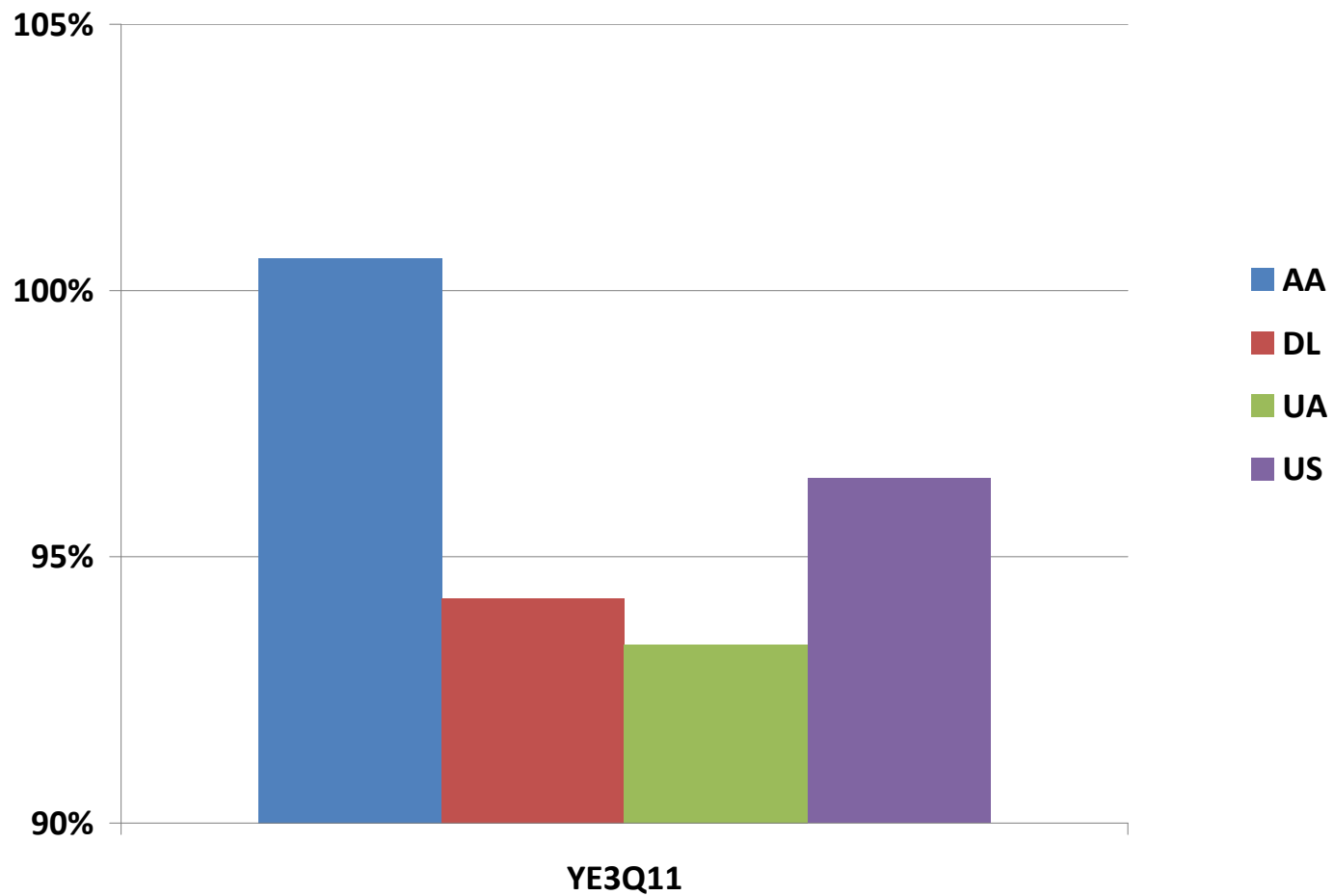
**Exhibit A**





**Exhibit B**

## Corporate Operating Cost as % of Revenue



**Schedule 1**

**Committees**

Pursuant to Local Rule 1007-2(a)(3), to the best of the Debtors' knowledge and belief, no committee has been organized prior to the Commencement Date.

**Schedule 2**

**Consolidated List of 50 Largest Unsecured Claims (Excluding Insiders)<sup>1</sup>**

Pursuant to Local Rule 1007-2(a)(4), the following is a list of creditors holding, as of November 21, 2011, the 50 largest noncontingent, unsecured claims against the Debtors, on a consolidated basis, excluding claims of insiders as defined in 11 U.S.C. § 101.

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<sup>1</sup> The information herein shall not constitute an admission of liability by, nor is it binding on, the Debtors. All claims are subject to customary offsets, rebates, discounts, reconciliations, credits, and adjustments, which are not reflected on this Schedule.

NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE	NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (Trade Debt, Bank Loan, Government Contract, etc.)	AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)
WILMINGTON TRUST	WILMINGTON TRUST MICHAEL OLLER MIKEOLLER@WILMINGTONTRUST.COM RODNEY SQUARE NORTH, 1100 NORTH MARKET STREET WILMINGTON, DE 19890 Tel: 302-651-1000 Fax: 302-636-4145	AMR CORPORATION 6.25% CONVERTIBLE SENIOR NOTES DUE 2014	\$460,000,000
MANUFACTURERS AND TRADERS TRUST COMPANY	MANUFACTURERS AND TRADERS TRUST COMPANY FARRAH T. WELSH FWELSH@MTB.COM 25 SOUTH CHARLES STREET, 11TH FL BALTIMORE, MD 21201 Tel: 410-244-3712 Fax: 410-244-4236	ALLIANCEAIRPORT AUTHORITY, INC. SPECIAL FACILITIES REVENUE REFUNDING BONDS 5.25% DUE 2029	\$357,130,000
MANUFACTURERS AND TRADERS TRUST COMPANY	MANUFACTURERS AND TRADERS TRUST COMPANY FARRAH T. WELSH FWELSH@MTB.COM 25 SOUTH CHARLES STREET, 11TH FL BALTIMORE, MD 21201 Tel: 410-244-3712 Fax: 410-244-4236	DALLAS FORT WORTH FACILITIES IMPROVEMENT CORP. BONDS 6.375% DUE 2035	\$199,160,000

<b>NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE</b>	<b>NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM</b>	<b>NATURE OF CLAIM (Trade Debt, Bank Loan, Government Contract, etc.)</b>	<b>AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)</b>
WILMINGTON TRUST	WILMINGTON TRUST MICHAEL OLLER MIKEOLLER@WILMINGTONTRUST.COM RODNEY SQUARE NORTH, 1100 NORTH MARKET STREET WILMINGTON, DE 19890 Tel: 302-651-1000 Fax: 302-636-4145	AMR PUBLIC INCOME NOTES 7.875% DUE 2039	\$150,000,000
MANUFACTURERS AND TRADERS TRUST COMPANY	MANUFACTURERS AND TRADERS TRUST COMPANY FARRAH T. WELSH FWELSH@MTB.COM 25 SOUTH CHARLES STREET, 11TH FL BALTIMORE, MD 21201 Tel: 410-244-3712 Fax: 410-244-4236	DALLAS FORT WORTH FACILITIES IMPROVEMENT CORP. REFUNDING BONDS SERIES 5.50% DUE 2030	\$131,735,000
MANUFACTURERS AND TRADERS TRUST COMPANY	MANUFACTURERS AND TRADERS TRUST COMPANY FARRAH T. WELSH FWELSH@MTB.COM 25 SOUTH CHARLES STREET, 11TH FL BALTIMORE, MD 21201 Tel: 410-244-3712 Fax: 410-244-4236	DALLAS FORT WORTH FACILITIES IMPROVEMENT CORP. SERIES 1995 6.00% DUE 2014	\$126,240,000
LAW DEBENTURE TRUST COMPANY OF NEW YORK	LAW DEBENTURE TRUST COMPANY OF NEW YORK GREGG WEISSMAN 400 MADISON AVENUE, 4TH FLOOR NEW YORK, NY 10017 Tel: 212-750-6474 Fax: 212-750-1361	PUERTO RICO PORTS AUTHORITY SPECIAL FACILITIES REVENUE BONDS, SERIES A 6.25% DUE 2026	\$115,600,000

NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE	NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (Trade Debt, Bank Loan, Government Contract, etc.)	AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)
THE BANK OF NEW YORK MELLON	THE BANK OF NEW YORK MELLON DARRYL POMYKALA DARRYL.L.POMYKALA@BNYMELLON.COM 1 WALL ST. NEW YORK, NY 10286 Tel: 212-495-1784 Fax: 212-635-1799	CHICAGO O'HARE INTERNATIONAL AIRPORT SPECIAL FACILITY REVENUE REFUNDING BONDS, SERIES 2007 5.50% DUE 2024	\$108,675,000
MANUFACTURERS AND TRADERS TRUST COMPANY	MANUFACTURERS AND TRADERS TRUST COMPANY FARRAH T. WELSH FWELSH@MTB.COM 25 SOUTH CHARLES STREET, 11TH FL BALTIMORE, MD 21201 Tel: 410-244-3712 Fax: 410-244-4236	DALLAS FORT WORTH FACILITIES IMPROVEMENT CORP. REFUNDING BONDS SERIES 2000 A3 9.125% DUE 2029	\$103,000,000
WILMINGTON TRUST	WILMINGTON TRUST MICHAEL OLLER MIKEOLLER@WILMINGTONTRUST.COM RODNEY SQUARE NORTH, 1100 NORTH MARKET STREET WILMINGTON, DE 19890 Tel: 302-651-1000 Fax: 302-636-4145	AMR DEBENTURES 9.00% DUE 2012	\$75,759,000

NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE	NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (Trade Debt, Bank Loan, Government Contract, etc.)	AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)
MANUFACTURERS AND TRADERS TRUST COMPANY	MANUFACTURERS AND TRADERS TRUST COMPANY FARRAH T. WELSH FWELSH@MTB.COM 25 SOUTH CHARLES STREET, 11TH FL BALTIMORE, MD 21201 Tel: 410-244-3712 Fax: 410-244-4236	DALLAS FORT WORTH FACILITIES IMPROVEMENT CORP. REFUNDING BONDS SERIES 2000 A2 9.00% DUE 2015	\$65,000,000
THE BANK OF NEW YORK MELLON	THE BANK OF NEW YORK MELLON MARY MISELIS MARY.MISELIS@BNYMELLON.COM 101 BARCLAY STREET NEW YORK, NY 10286 Tel: 212-815-4812 Fax: 212-635-1799	AMR DEBENTURES 9.00% DUE 2016	\$60,943,156
MANUFACTURERS AND TRADERS TRUST COMPANY	MANUFACTURERS AND TRADERS TRUST COMPANY FARRAH T. WELSH FWELSH@MTB.COM 25 SOUTH CHARLES STREET, 11TH FL BALTIMORE, MD 21201 Tel: 410-244-3712 Fax: 410-244-4236	ALLIANCEAIRPORT AUTHORITY, INC. SPECIAL FACILITIES REVENUE REFUNDING BONDS, SERIES 1991 7.00% DUE 2011	\$49,525,000
LAW DEBENTURE TRUST COMPANY OF NEW YORK	LAW DEBENTURE TRUST COMPANY OF NEW YORK GREGG WEISSMAN 400 MADISON AVENUE, 4TH FLOOR NEW YORK, NY 10017 Tel: 212-750-6474 Fax: 212-750-1361	PUERTO RICO PORTS AUTHORITY SPECIAL FACILITIES REVENUE BONDS, 1993 SERIES A 6.30% DUE 2023	\$39,705,000



NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE	NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (Trade Debt, Bank Loan, Government Contract, etc.)	AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)
U.S. BANK, N.A.	U.S. BANK, N.A. SUSAN MERKER SUSAN.MERKER@USBANK.COM 225 ASYLUM STREET, 23RD FL HARTFORD, CT Tel: 860-241-6815 Fax: 860-241-6897	PUERTO RICO INDUSTRIAL, MEDICAL, HIGHER EDUCATION AND ENVIRONMENTAL POLLUTION CONTROL FACILITIES FINANCING AUTHORITY, SERIES 1985 6.45% DUE 2025	\$36,160,000
WILMINGTON TRUST	WILMINGTON TRUST MICHAEL OLLER MIKEOLLER@WILMINGTONTRUST.COM RODNEY SQUARE NORTH, 1100 NORTH MARKET STREET WILMINGTON, DE 19890 Tel: 302-651-1000 Fax: 302-636-4145	AMR DEBENTURES 10.00% DUE 2021	\$32,162,000
HEWLETT PACKARD	HEWLETT PACKARD MARGARET WHITMAN 3000 HANOVER ST. PALO ALTO, CA 94304 Tel: 650-857-1501 Fax: 650-857-5518	TRADE DEBT	\$30,862,960
MIAMI DADE COUNTY	MIAMI DADE COUNTY COUNTY CHAIR 111 NW 1ST STREET, SUITE 220 MIAMI, FL 33136 Tel: 305-375-5511 Fax: 305-375-5883	CLAIMS ADMINISTRATION AGREEMENT	\$25,000,000

NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE	NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (Trade Debt, Bank Loan, Government Contract, etc.)	AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)
ROLLS-ROYCE INC	ROLLS-ROYCE INC JAMES M. GUYETTE 1875 EXPLORER STREET, SUITE 200 RESTON, VA 20190 Tel: 703-834-1700 Fax: 703-709-6086	TRADE DEBT	\$27,000,000
THE BANK OF NEW YORK MELLON	THE BANK OF NEW YORK MELLON TAMMY BAUMGARTEN TAMMY.BAUMGARTEN@BNYMELLON.COM 525 WILLIAM PENN PLACE, 38TH FLOOR PITTSBURGH, PA 15259 Tel: 412-234-4100	NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY ECONOMIC DEVELOPMENT BONDS 7.10% DUE 2031	\$17,855,000
THE BANK OF NEW YORK MELLON	THE BANK OF NEW YORK MELLON MARY MISELIS MARY.MISELIS@BNYMELLON.COM 101 BARCLAY STREET NEW YORK, NY 10286 Tel: 212-815-4812 Fax: 212-635-1799	AMR DEBENTURES 10.20% DUE 2020	\$17,525,500
WILMINGTON TRUST	WILMINGTON TRUST MICHAEL OLLER MIKEOLLER@WILMINGTONTRUST.COM RODNEY SQUARE NORTH, 1100 NORTH MARKET STREET WILMINGTON, DE 19890 Tel: 302-651-1000 Fax: 302-636-4145	AMR DEBENTURES 9.75% DUE 2021	\$15,700,000

NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE	NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (Trade Debt, Bank Loan, Government Contract, etc.)	AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)
BOEING COMMERCIAL AIRLINES	BOEING COMMERCIAL AIRLINES JIM ALBAUGH 100 NORTH RIVERSIDE CHICAGO, IL 98124 Tel: 312-544-2000 Fax: 312-544-2082	TRADE DEBT	\$15,305,751
THE BANK OF NEW YORK MELLON	THE BANK OF NEW YORK MELLON MARY MISELIS MARY.MISELIS@BNYMELLON.COM 101 BARCLAY STREET NEW YORK, NY 10286 Tel: 212-815-4812 Fax: 212-635-1799	AMR DEBENTURES 9.88% DUE 2020	\$7,889,000
WILMINGTON TRUST	WILMINGTON TRUST MICHAEL OLLER MIKEOLLER@WILMINGTONTRUST.COM RODNEY SQUARE NORTH, 1100 NORTH MARKET STREET WILMINGTON, DE 19890 Tel: 302-651-1000 Fax: 302-636-4145	AMR MEDIUM TERM NOTES, SERIES C 9.20% DUE 2012	\$7,701,000
HONEYWELL	HONEYWELL DAVID M. COTE 101 COLUMBIA ROAD, MAILSTOP M6/LM MORRISTOWN, NJ 07962 Tel: 973-455-2114 Fax: 973-455-4807	TRADE DEBT	\$7,678,974

<b>NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE</b>	<b>NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM</b>	<b>NATURE OF CLAIM (Trade Debt, Bank Loan, Government Contract, etc.)</b>	<b>AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)</b>
DFW INTERNATIONAL AIRPORT	DFW INTERNATIONAL AIRPORT JEFFREY P. FEGAN P O DRAWER 619428 DFW AIRPORT, TX 75261-9428 Tel: 972-973-5200 Fax: 972-973-5751	TRADE DEBT	\$7,296,370
MANUFACTURERS AND TRADERS TRUST COMPANY	MANUFACTURERS AND TRADERS TRUST COMPANY FARRAH T. WELSH FWELSH@MTB.COM 25 SOUTH CHARLES STREET, 11TH FL BALTIMORE, MD 21201 Tel: 410-244-3712 Fax: 410-244-4236	DALLAS FORT WORTH FACILITIES IMPROVEMENT CORP. SERIES 2002 8.25% DUE 2036	\$7,110,000
SKY CHEFS	SKY CHEFS SONDRA LEHMAN 6200 LONGHORN RD IRVING, TEXAS 75063 Tel: 972-793-9000 Fax: 972-793-9738	TRADE DEBT	\$7,032,964
ALLEGIS GROUP SERVICE INCORPORATED	ALLEGIS GROUP SERVICE INCORPORATED JIM DAVIS 7301 PARKWAY DRIVE HANOVER, MD 21076 Tel: 410-579-3000 Fax: 410-540-7556	TRADE DEBT	\$6,930,422

NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE	NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (Trade Debt, Bank Loan, Government Contract, etc.)	AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)
CHROMALLOY	CHROMALLOY ARMAND LAUZON 200 PARK AVE NEW YORK, NY 10166 Tel: 212-692-2087 Fax: 212-692-2645	TRADE DEBT	\$5,648,368
CITGO PETROLEUM CORPORATION	CITGO PETROLEUM CORPORATION ALEJANDRO GRANADO AGRANAD@CITGO.COM 1293 ELDRIDGE PARKWAY HOUSTON, TEXAS 77077-1670 Tel: 832-486-4000 Fax: 713-570-5309	TRADE DEBT	\$5,561,378
WILMINGTON TRUST	WILMINGTON TRUST MICHAEL OLLER MIKEOLLER@WILMINGTONTRUST.COM RODNEY SQUARE NORTH, 1100 NORTH MARKET STREET WILMINGTON, DE 19890 Tel: 302-651-1000 Fax: 302-636-4145	AMR DEBENTURES 9.80% DUE 2021	\$5,065,000
FLINT HILLS RESOURCES, LP	FLINT HILLS RESOURCES, LP BRADLEY RAZOOK BRAD.RAZOOK@FHR.COM 1401 ELM STREET, 5TH FLOOR DALLAS, TX 75284-0569 Tel: 316-828-3477 Fax: 316-828-8566	TRADE DEBT	\$4,318,839

<b>NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE</b>	<b>NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM</b>	<b>NATURE OF CLAIM (Trade Debt, Bank Loan, Government Contract, etc.)</b>	<b>AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)</b>
AVIALL DISTRIBUTION SERVICES	AVIALL DISTRIBUTION SERVICES DAN KOMNENOVICH 2750 REGENT BLVD DFW AIRPORT, TX 75261 Tel: 972-586-1000 Fax: 972-586-1361	TRADE DEBT	\$4,028,277
WORLD FUEL SERVICES	WORLD FUEL SERVICES PAUL H. STEBBINS PSTEBBINS@WFSCORP.COM 9800 NW. 41ST, SUITE 400 MIAMI, FL 33178 Tel: 305-428-8000 Fax: 305-392-5600	TRADE DEBT	\$3,886,383
MIAMI DADE COUNTY AVIATION DEPT	MIAMI DADE COUNTY AVIATION DEPT JOE A. MARTINEZ 4200 NW 36TH ST MIAMI, FL 33142 Tel: 305-876-0939 Fax: 305-876-0948	TRADE DEBT	\$3,735,216
THE BANK OF NEW YORK MELLON	THE BANK OF NEW YORK MELLON MARY MISELIS MARY.MISELIS@BNYMELLON.COM 101 BARCLAY STREET NEW YORK, NY 10286 Tel: 212-815-4812 Fax: 212-635-1799	AMR MEDIUM TERM NOTES, SERIES B 10.55% DUE 2021	\$3,725,000

<b>NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE</b>	<b>NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM</b>	<b>NATURE OF CLAIM (Trade Debt, Bank Loan, Government Contract, etc.)</b>	<b>AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)</b>
CITY OF CHICAGO	CITY OF CHICAGO RUFUS WILLIAMS 333 SOUTH STATE STREET CHICAGO, IL 60604-3976 Tel: 773-686-2200 Fax: 312-674-1915	TRADE DEBT	\$3,481,770
ALLIED AVIATION	ALLIED AVIATION ROBERT L ROSE - PRESIDENT 462 7 <sup>TH</sup> AVENUE, 17TH FL NEW YORK, NY 10018 Tel: 941-312-0303 Fax: 941-312-2484	TRADE DEBT	\$3,422,995
MORGAN STANLEY CAPITAL GROUP	MORGAN STANLEY CAPITAL GROUP STEVE KNOX STEVEN.KNOX@MORGANSTANLEY.COM 2000 WESTCHESTER AVENUE PURCHASE, NY 10577 Tel: 212-761-4000 Fax: 914-225-9301	TRADE DEBT	\$3,322,781
PETROBRAS DISTRIBUIDORA SA	PETROBRAS DISTRIBUIDORA SA CLAUDIO DISSENHA PORTES RUA GENERAL CANABARRO, 500 - 11 ANDAR MARACANA RIO DE JANEIRO - CEP 22271-900 Tel: 55 21 2354 4479 Fax: 55 21-3876-4990	TRADE DEBT	\$3,013,278

NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE	NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (Trade Debt, Bank Loan, Government Contract, etc.)	AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)
BCD TRAVEL USA LLC	BCD TRAVEL USA LLC JOOP DRECHSEL CEO@BCDTRAVEL.COM SIX CONCOURSE PARKWAY NORTHEAST ATLANTA, GA 30328 Tel: 678-441-5200 Fax: 404-846-3833	TRADE DEBT	\$2,744,263
AIR TOTAL INTERNATIONAL	AIR TOTAL INTERNATIONAL THIERRY DE FEYDEAU THIERRY.DE-FEYDEAU@TOTAL.COM LA DEFENSE CEDEX PARIS, FRANCE 92907 Tel: 33 1 41 35 94 91 Fax: 33 1 41 35 72 21	TRADE DEBT	\$2,712,890
ROCKWELL INTERNATIONAL	ROCKWELL INTERNATIONAL CLAYTON M. JONES 400 COLLINS ROAD NE CEDAR RAPIDS, IA 52498 Tel: 319-295-1000 Fax: 319-295-1523	TRADE DEBT	\$2,693,404
ZODIAC, INC.	ZODIAC, INC. OLIVIER ZARROUATI OZARROUARI@ZODIAC.COM ZODIAC - 2, RUE MAURICE MALLET 92130 ISSY-LES-MOULINCAUX - FRANCE Tel: 33 (0) 1041023022060 Fax: 33 (0) 1 41 23 23 10	TRADE DEBT	\$2,688,513



NAME OF CREDITOR AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE	NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (Trade Debt, Bank Loan, Government Contract, etc.)	AMOUNT OF CLAIM (IF SECURED ALSO STATE VALUE OF SECURITY)
THE BANK OF NEW YORK MELLON	THE BANK OF NEW YORK MELLON MARY MISELIS MARY.MISELIS@BNYMELLON.COM 101 BARCLAY STREET NEW YORK, NY 10286 Tel: 212-815-4812 Fax: 212-635-1799	AMR MEDIUM TERM NOTES, SERIES B 10.29% DUE 2021	\$2,365,000
CARLSON WAGONLIT TRAVEL	CARLSON WAGONLIT TRAVEL DOUGLAS ANDERSON 701 CARLSON WAY, MAIL STOP 82 MINNEAPOLIS, MN 55305 Tel: 800-213-7295 Fax: 763-212-2409	TRADE DEBT	\$2,510,485
WEBER AIRCRAFT INCORPORATED	WEBER AIRCRAFT INCORPORATED JEFF JOHNSTON JEFF.JOHNSTON@ZODIACAEROSPACE.COM 2000 WEBER DR. GAINESVILLE, TX 76240 Tel: 940-668-4187 Fax: 940-668-4195	TRADE DEBT	\$2,226,056
EQUILON ENTERPRISES LLC	EQUILON ENTERPRISES LLC PETRA DREYER-DECHER PETRA.DREYER-DECHER@SHELL.COM DEUTSCHLAND OIL GMBH DIA/2 SUHRENKAMP 71-77 D-22284 HAMBURG Tel: 49-40-694-64-367 Fax: 49-40-671-03-897	PREPAID FUEL SUPPLIERS	\$2,167,973

**Schedule 3**

**Consolidated List of Holders of 5 Largest Secured Claims**

Pursuant to Local Rule 1007-2(a)(5), the following lists the creditors holding, as of November 28, 2011, the five largest secured, noncontingent claims against the Debtors, on a consolidated basis, excluding claims of insiders as defined in 11 U.S.C. § 101.

Creditor <sup>1</sup>	Mailing Address & Phone Number	Amount of Claim (in millions)	Type of Collateral	Value of Collateral	Disputed
Banco Nacional de Desenvolvimento Economico e Social	Av. Republica do Chile, 100-18 andar Rio de Janeiro, CEP 20031-917 Brazil fax: 21-2172-6727 Attn: Marcio Nobre Migon migon@bndes.gov.br	\$1,441	Aircraft	Undetermined	
U.S. Bank, N.A.	U.S. Bank, N.A. One Federal Street Boston, MA 02110 tel: (212) 816-5143 fax: (617) 603-6683 Attn: Alison Nadeau alison.nadeau@usbank.com	\$1,000	Airport routes, slots and gates	Undetermined	
The Bank of New York Mellon	101 Barclay Street 7 West New York, NY 10286 tel: (212) 815-2568 fax: (212) 815-3455 Attn: Henry Ortiz henry.ortiz @bnymellon.com	\$907.7	Leasehold mortgage at John F. Kennedy International Airport	Undetermined	
Citibank, N.A.	388 Greenwich Street, 23 <sup>rd</sup> Floor New York, NY 10013 tel: (617) 603-6553 fax: (646) 291-1712 Attn: Tom Hollohan thomas.hollahan@citi.com	\$890.2	Certain AAdvantage Program assets; Heathrow airport routes, slots and gates	Undetermined	
U.S. Bank, N.A.	U.S. Bank, N.A. One Federal Street Boston, MA 02110 tel: (212) 816-5143 fax: (617) 603-6683 Attn: Alison Nadeau alison.nadeau@usbank.com	\$725.7	Aircraft	Undetermined	

<sup>1</sup> The information set forth herein shall not constitute an admission of liability by, nor is it binding on, the Debtors.

**Schedule 4**

**Condensed Consolidated Balance Sheet<sup>1</sup> (unaudited)  
as of September 30, 2011 and December 31, 2010**

(dollars in millions)

	September 30, 2011	December 31, 2010
<b>Assets</b>		
<b>Current Assets</b>		
Cash	\$ 304	\$ 168
Short-term investments	3,992	4,328
Restricted cash and short-term investments	474	450
Receivables, net	925	738
Inventories, net	631	594
Fuel derivative contracts	137	269
Other current assets	375	291
Total current assets	6,838	6,838
<b>Equipment and Property</b>		
Flight equipment, net	11,897	12,264
Other equipment and property, net	2,117	2,199
Purchase deposits for flight equipment	728	375
	14,742	14,838
<b>Equipment and Property Under Capital Leases</b>		
Flight equipment, net	338	194
Other equipment and property, net	62	50
	400	244
International slots and route authorities	708	708
Domestic slots and airport operating and gate lease rights, less accumulated amortization, net	204	224
Other assets	1,827	2,236
	\$ 24,719	\$ 25,088

<sup>1</sup> This consolidated balance sheet includes AMR Corporation and its Debtor and non-Debtor subsidiaries.

	September 30, 2011	December 31, 2010
<b>Liabilities and Stockholders' Equity (Deficit)</b>		
<b>Current Liabilities</b>		
Accounts payable	\$ 1,150	\$ 1,156
Accrued liabilities	1,928	2,085
Air traffic liability	4,392	3,656
Current maturities of long-term debt	1,374	1,776
Current obligations under capital leases	79	107
Total current liabilities	8,923	8,780
Long-term debt, less current maturities	9,552	8,756
Obligations under capital leases, less current obligations	615	497
Pension and postretirement benefits	7,875	7,877
Other liabilities, deferred gains and deferred credits	2,587	3,123
<b>Stockholders' Equity (Deficit)</b>		
Preferred stock	—	—
Common stock	341	339
Additional paid-in capital	4,467	4,445
Treasury stock	(367)	(367)
Accumulated other comprehensive income (loss)	(2,783)	(2,755)
Accumulated deficit	(6,491)	(5,607)
	(4,833)	(3,945)
	\$ 24,719	\$ 25,088

## Schedule 5

### **Publicly Held Securities**

Pursuant to Local Rule 1007-2(a)(7), the following lists the number and classes of shares of stock, debentures, and other securities of the Debtors that are publicly held (“**Securities**”) and the number of holders thereof. The Securities held by the Debtors’ directors and officers are listed separately.

#### **AMR Corporation Common Stock**

<b>Type of Security</b>	<b>Number of Shares</b>	<b>Approximate Number of Record Holders</b>	<b>As of</b>
Common stock \$1 par value.	335,227,024 shares outstanding	14,400	October 13, 2011

#### **AMR Corporation Common Stock Held By the Debtors’ Non-Employee Directors<sup>1</sup>**

<b>Name of Non-Employee Director</b>	<b>Number of Shares Owned</b>	<b>As of</b>
John W. Bachmann	101,563	October 31, 2011
Stephen M. Bennett	23,320	October 31, 2011
Armando M. Codina	84,296	October 31, 2011
Alberto Ibargüen	45,872	October 31, 2011
Ann M. Korologos	66,430	October 31, 2011
Michael A. Miles	73,192	October 31, 2011
Philip J. Purcell	76,893	October 31, 2011
Ray M. Robinson	35,317	October 31, 2011
Dr. Judith Rodin	56,418	October 31, 2011

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<sup>1</sup> Includes stock owned and options to purchase stock, stock appreciation rights, deferred stock, restricted stock and phantom stock units held by the director.

Matthew K. Rose	42,158	October 31, 2011
Roger T. Staubach	67,203	October 31, 2011

**AMR Corporation Common Stock Held By the Debtors' Executive Officers<sup>2</sup>**

<b>Name of Executive Officer</b>	<b>Number of Shares Owned</b>	<b>As of</b>
Thomas W. Horton	1,653,858	October 31, 2011
Daniel P. Garton	1,570,544	October 31, 2011
Robert W. Reding	1,482,094	October 31, 2011
Gary F. Kennedy	915,818	October 31, 2011
Isabella D. Goren	900,552	October 31, 2011

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<sup>2</sup> Includes stock owned and options to purchase stock, stock appreciation rights, deferred stock and restricted stock awarded under incentive plans held by the executive officer.

**Public Bonds and Notes<sup>3</sup>**

<b>Type of Security</b>	<b>Aggregate Principal Face Amount</b>	<b>Approximate Number of Record Holders</b>	<b>As of</b>
Puerto Rico Industrial, Medical, Higher Education and Environmental Pollution Control Facilities Financing Authority Special Facility Revenue Bonds, 1985 Series A (American Airlines, Inc. Project)	\$36,160,000	Undetermined	November 28, 2011
New Jersey Economic Development Authority Economic Development Bonds (American Airlines, Inc. Project)	\$17,855,000	Undetermined	November 28, 2011
Dallas-Fort Worth International Airport Facility Improvement Corporation American Airlines, Inc. Revenue Bonds, Series 1995	\$126,240,000	Undetermined	November 28, 2011

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<sup>3</sup> The Debtors are unable to approximate the number of record holders of their public bonds as only information regarding the registered holder, typically the depository company, is available.



Type of Security	Aggregate Principal Face Amount	Approximate Number of Record Holders	As of
Regional Airports Improvement Corporation Facilities Sublease Revenue Bonds, Refunding Series 2002A, American Airlines, Inc. Terminal 4 Project (Los Angeles International Airport)	\$15,720,000	Undetermined	November 28, 2011
Regional Airports Improvement Corporation Facilities Sublease Revenue Bonds, Series 2002B, American Airlines, Inc. Terminal 4 Project (Los Angeles International Airport)	\$26,740,000	Undetermined	November 28, 2011
Dallas-Fort Worth International Airport Facility Improvement Corporation American Airlines, Inc. Revenue Bonds, Series 1999	\$199,160,000	Undetermined	November 28, 2011
New York City Industrial Development Agency Special Facility Revenue Bonds (American Airlines, Inc. John F. Kennedy International Airport Project), Series 2002A	\$120,000,000	Undetermined	November 28, 2011

Type of Security	Aggregate Principal Face Amount	Approximate Number of Record Holders	As of
New York City Industrial Development Agency Special Facility Revenue Bonds (American Airlines, Inc. John F. Kennedy International Airport Project), Series 2002B	\$380,000,000	Undetermined	November 28, 2011
Dallas-Fort Worth International Airport Facility Improvement Corporation American Airlines, Inc. Revenue Bonds, Series 2002	\$7,110,000	Undetermined	November 28, 2011
10.290% Medium- Term Notes due 2021	\$2,365,000	Undetermined	November 28, 2011
10.550% Medium- Term Notes due 2021	\$3,725,000	Undetermined	November 28, 2011
10.125% Medium- Term Notes due 2021	\$591,000	Undetermined	November 28, 2011
10.150% Medium- Term Notes due 2020	\$913,000	Undetermined	November 28, 2011
9.200% Medium- Term Notes due 2012	\$7,701,000	Undetermined	November 28, 2011
9.140% Medium- Term Notes due 2012	\$1,090,000	Undetermined	November 28, 2011
10.000% Debentures due 2021	\$32,162,000	Undetermined	November 28, 2011

Type of Security	Aggregate Principal Face Amount	Approximate Number of Record Holders	As of
9.800% Debentures due 2021	\$5,065,000	Undetermined	November 28, 2011
9.750% Debentures due 2021	\$15,700,000	Undetermined	November 28, 2011
9.000% Debentures due 2012	\$75,759,000	Undetermined	November 28, 2011
9.880% Debentures due 2020	\$7,889,000	Undetermined	November 28, 2011
9.000% Debentures due 2016	\$60,943,156	Undetermined	November 28, 2011
10.200% Debentures due 2020	\$17,525,500	Undetermined	November 28, 2011
7.875% Public Income Notes due 2039	\$150,000,000	Undetermined	November 28, 2011
AllianceAirport Authority, Inc. Special Facilities Revenue Refunding Bonds, Series 2007(American Airlines, Inc. Project)	\$357,130,000	Undetermined	November 28, 2011
AllianceAirport Authority, Inc. Special Facilities Revenue Bonds, Series 1991 (American Airlines, Inc. Project)	\$49,525,000	Undetermined	November 28, 2011

Type of Security	Aggregate Principal Face Amount	Approximate Number of Record Holders	As of
Dallas-Fort Worth International Airport Facility Improvement Corporation American Airlines, Inc. Revenue Refunding Bonds, Series 2007	\$131,735,000	Undetermined	November 28, 2011
Regional Airports Improvement Corporation Facilities Sublease Revenue Bonds, Series 2002C, American Airlines, Inc. Terminal 4 Project (Los Angeles International Airport)	\$195,175,000	Undetermined	November 28, 2011
Dallas-Fort Worth International Airport Facility Improvement Corporation American Airlines, Inc. Revenue Refunding Bonds, Series 2000A	\$168,000,000	Undetermined	November 28, 2011
New York City Industrial Development Agency Special Facility Revenue Bonds (1994 American Airlines, Inc. Project)	\$83,085,000	Undetermined	November 28, 2011
New York City Industrial Development Agency Special Facility Revenue Bonds (1990 American Airlines, Inc. Project)	\$83,930,000	Undetermined	November 28, 2011

Type of Security	Aggregate Principal Face Amount	Approximate Number of Record Holders	As of
Chicago O'Hare International Airport Special Facility Revenue Refunding Bonds, Series 2007 (American Airlines, Inc. Project)	\$108,675,000	Undetermined	November 28, 2011
Puerto Rico Ports Authority Special Facilities Revenue Bonds, 1993 Series A (American Airlines, Inc. Project)	\$39,705,000	Undetermined	November 28, 2011
Puerto Rico Ports Authority Special Facilities Revenue Bonds, 1996 Series A (American Airlines, Inc. Project)	\$115,600,000	Undetermined	November 28, 2011
Trustees of the Tulsa Municipal Airport Trust Revenue Bonds, Series 1992	\$27,500,000	Undetermined	November 28, 2011
Trustees of the Tulsa Municipal Airport Trust Revenue Bonds, Series 1995	\$97,710,000	Undetermined	November 28, 2011
Trustees of the Tulsa Municipal Airport Trust Revenue Bonds, Refunding Series 2000A	\$112,355,000	Undetermined	November 28, 2011
6.977% 2001-1 EETC A-1 due 2021	\$177,652,491	Undetermined	November 28, 2011

Type of Security	Aggregate Principal Face Amount	Approximate Number of Record Holders	As of
7.377% 2001-1 EETC B due 2019	\$63,457,393	Undetermined	November 28, 2011
7.379% 2001-1 EETC C due 2016	\$28,029,669	Undetermined	November 28, 2011
New York City Industrial Development Agency, Special Facility Revenue Bonds, (American Airlines, Inc. John F. Kennedy International Airport Project), Series 2005	\$740,710,000	Undetermined	November 28, 2011
AMR Corporation 4.5% Senior Convertible Notes due 2024	\$198,000	Undetermined	November 28, 2011
AMR Corporation 6.25% Convertible Senior Notes due 2014	\$460,000,000	Undetermined	November 28, 2011
American Airlines 2005-1 Pass Through Trusts, Pass Through Certificates, Series 2005-1G	\$64,917,159	Undetermined	November 28, 2011
American Airlines 2005-1 Pass Through Trusts, Pass Through Certificates, Series 2005-1B	\$6,443,504	Undetermined	November 28, 2011
American Airlines 2009-1A Pass Through Trust Pass Through Certificates, Series 2009-1A	\$488,184,099	Undetermined	November 28, 2011
American Airlines, Inc. 13% 2009-2 Secured Notes due 2016	\$206,055,656	Undetermined	November 28, 2011

Type of Security	Aggregate Principal Face Amount	Approximate Number of Record Holders	As of
American Airlines, Inc. 10.5% Senior Secured Notes due 2012	\$450,000,000	Undetermined	November 28, 2011
American Airlines 2011-1 Pass Through Trusts Pass Through Certificates, Series 2011-1 Class A	\$502,462,066	Undetermined	November 28, 2011
American Airlines 2011-1 Pass Through Trusts Pass Through Certificates, Series 2011-1 Class B	\$152,810,546	Undetermined	November 28, 2011
American Airlines 2011-2 Pass Through Trust Class A Pass Through Certificates, Series 2011-2	\$725,694,000	Undetermined	November 28, 2011
American Airlines, Inc. 7.50% Senior Secured Notes due 2016	\$1,000,000,000	Undetermined	November 28, 2011

**Schedule 6**

**Debtors' Property Not in the Debtors' Possession**

Pursuant to Local Rule 1007-2(a)(8), the following lists the Debtors' property that is in the possession or custody of any custodian, public officer, mortgagee, pledge, assignee of rents, secured creditor, or agent for any such entity.

In the ordinary course of business, on any given day, property of the Debtors (including security deposits or other collateral with counterparties to certain commercial relationships) is likely to be in the possession of various third parties, including maintenance providers, shippers, common carriers, materialmen, custodians, public officers, mortgagees, pledgees, assignees of rents, secured creditors, letter of credit and surety providers, or agents, where the Debtors' ownership interest is not affected. Because of the constant movement of this property, providing a comprehensive list of the persons or entities in possession of the property, their addresses and telephone numbers, and the location of any court proceeding affecting the property would be impractical.



**Schedule 7**

Pursuant to Local Rule 1007-2(a)(9), the following lists the property or premises owned, leased, or held under other arrangement from which the Debtors operate their businesses.

**Owned Property**

Debtor	Building	Street Address	City	State	Zip Code	Country
AA Real Estate Holding L.P.	HDQ1 (Centreport V) HDQ00001	4333 Amon Carter Blvd.	Fort Worth	Texas	76155	USA
AA Real Estate Holding L.P.	HDQ2 (Centreport IV) HDQ00002	4255 Amon Carter Blvd.	Fort Worth	Texas	76155	USA
American Airlines, Inc.	London Residence LON6526	16 Cottesmore Gardens	London W8			United Kingdom
American Airlines, Inc.	6.3 Acres South Credit Union HDQ00007	6.3 Acres NW Corner of Trinity, Blvd and Amon Carter	Fort Worth	Texas	76155	USA
American Airlines, Inc.	Southwestern Reservations Office (TUS00002)	3350 E. Valencia Road	Tucson	Arizona	85701	USA
American Airlines, Inc.	TUL APU Facility TUL00007	6650 East Apache	Tulsa	Oklahoma	74115	USA
American Airlines, Inc.	Tulsa Composite Shop/Warehouse TUL00011	11711 East Pine Street	Tulsa	Oklahoma	74115	USA
American Airlines, Inc.	Centro Letonia Torre ING	Av. Principal de La Castellana, Planta Baja	Caracas			Venezuela

**Leased Property<sup>1</sup>**

Off-Airport

<b>Debtor</b>	<b>Building</b>	<b>Street Address</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>	<b>Country</b>
American Airlines Realty (NYC) Holdings, Inc.	City Ticket Office, 360 Lexington NYCC0003	c/o Meringoff Properties, Inc., 360 Lexington Avenue	New York City	New York	10017	USA
American Airlines, Inc.	City Ticket Office, Norman Centre Bridgetown BGI00002	Shop #111a, Second Floor, Bridgetown	Barbados			Barbados
American Airlines, Inc.	Ticket Sales Center and Sales office, Horizon House BGI00004	McGregor Street, Bridgetown	Barbados			Barbados
American Airlines, Inc.	Mall Kiosk, Super Centre Limited BGI00003	The Corporate Sec, AutoDome, The Barbados Shipping&Trading	St. Michael			Barbados
American Airlines, Inc.	Passenger Sales Office BRU00005	98 ru due Trone	1050 Brussels			Belgium
American Airlines, Inc.	Miguel Armando Valencia BZE00002	New Road and Queen Street, Upper Floor	Belize City			Belize
American Airlines, Inc.	City Ticket Office, Russell Eve Building BDA00002	21 Church Street,	Hamilton		HM 11	Bermuda

<sup>1</sup> The classification of the contractual agreements listed herein as real property leases or property held by other arrangements is not binding upon the Debtors. In addition, due to the size and complexity of the Debtors' business operations, this list may not be inclusive of all of the real property leased by the Debtors.

Debtor	Building	Street Address	City	State	Zip Code	Country
American Airlines, Inc.	Villarino, Luis Eucenio RIO00002	500 Hua Barao De Torre, Apt. 501	Ipanema-Rj			Brazil
American Airlines, Inc.	Sales Office, Beijing Lucky Goldstar BJS00001	Building Development Co., Ltd., B12 Jianguomenwai DaJie	Chaoyang District, Beijing			China
American Airlines, Inc.	Sales Office, Ocean Towers PVG00003	No. 550, Yanan Road (East)	Huangpu District Shanghai			China
American Airlines, Inc.	SHA Sales Office SHA00001	Huaihai Zhong Road	Shanghai			China
American Airlines, Inc.	City Ticket Office, Hotel Inter- Continental CLO00002	Colombia Local 6, No. 2-72	Cali			Colombia
American Airlines, Inc.	Sales Office, Calle 40-42, Ave 5 Bls. SJO00002	Edificio Centro Cars	San Jose			Costa Rica
American Airlines, Inc.	Storage, Calle Doctor Hernandez LRM00001	La Reforma, No. 9	La Romana			Dominican Republic
American Airlines, Inc.	Edificio Tatana STI00002	Ave. Bartolome Colon, Esquina Calle Privada	Santiago			Dominican Republic
American Airlines, Inc.	Edificio Intempo SDQ00002	Ave. Winston Churchill, Esquina Max Henriquez Urena	Santo Domingo			Dominican Republic
American Airlines, Inc.	Multicentro la Sirena SDQ00004	San Francisco de Macoris	Santo Domingo			Dominican Republic
American Airlines, Inc.	Plaza Comercial MegaCentro SDQ00005	Avenida San Vicente de Paul	Santo Domingo			Dominican Republic
American Airlines, Inc.	Edificio San Francisco GYE00002	9 De Octubre Y G. Cordova, Piso 20	Guayaquil			Ecuador
American Airlines, Inc.	Ciyt Ticket Office, Alameda Roosevelt SAL00002	Edificio La Centroamericana, Tercera Planta	San Salvador			El Salvador

Debtor	Building	Street Address	City	State	Zip Code	Country
American Airlines, Inc.	Sales Office CDG00002	32 bis rue Victor Hugo	Puteaux		92800	France
American Airlines, Inc.	Sales Office, Main Airport Center FRA00003	Unterschweinstiege 2- 14	Frankfurt		60549	Germany
American Airlines, Inc.	City Ticket Office, El Dorado Hotel-Ave. Reforma GUAC0001	15-54 Zona 9, Edificio Reforma, Obelisco 40 Nivel Ofc 401 A-D	Guatemala City			Guatemala
American Airlines, Inc.	Reservations office, Route De Delmas PAPC0002	Publics Plaza Delmas 32	Port Au Prince			Haiti
American Airlines, Inc.	City Ticket Office, Choucounne Plaza PAP00002	Rue Lamarre, Petion-Ville	Port-au-Prince			Haiti
American Airlines, Inc.	City Ticket Office, Edificio Palmira Frente Hotel TGU00002	Honduras Maya	Tegucigalpa			Honduras
American Airlines, Inc.	Sales Office, Central Plaza HKG00002	No. 18 Harbour Road	Wanchai			Hong Kong
American Airlines, Inc.	City Ticket Office BOM00002	Unit 14-G NirmanKendr, Dr. E. Moses Road	MahalaxmiWest, Mumba		400011	India
American Airlines, Inc.	DEL Sales Office DEL00002	403 4th Floor, Eros Corp. Twr	Nehru		110019	India
American Airlines, Inc.	Reservations office, Mount Street Bridge House DUB00001	Mount Street Bridge House, 54-57 Lower Mount Street	Dublin 2			Ireland
American Airlines, Inc.	Milan Sales Office MXP00002	Via Santa Marta, 25				Italy
American Airlines, Inc.	Ticket Sales Center, J.N. Properties Ltd. KINC0001	American Airlines, 26 Trafalgar Road	Kingston 10			Jamaica

Debtor	Building	Street Address	City	State	Zip Code	Country
American Airlines, Inc.	First Capital Corporation Ltd KIN00002	1 Tobago Avenue	Kingston 5			Jamaica
American Airlines, Inc.	Sales Office, Nagoya Dia Bldg N2 NGO00002	15-1 Meieki 3-chrome, Nakamura-ku	Nagoya			Japan
American Airlines, Inc.	Sales Office, Kitahama T4B OSA00002	2-2-12 Hirano-machi, Chuo-ku	Osaka		541-0046	Japan
American Airlines, Inc.	TYO Sales Office at JL HDQ TYO00004	2-4-11 Higashishinagawa, Shinagawaku	Tokyo		140-8637	Japan
American Airlines, Inc.	City Ticket Office, Plaza Hollywood CUN00003	Lote Numero 1, Manzana 1, Supermanzana 35	de Cancun Quintana Roo			Mexico
American Airlines, Inc.	Ticket Sales Center, Centro Comercial Plz Los Arcos GDL00003	Zona B Numero 6, Avenida Vallerta No 2440	Guadalajara			Mexico
American Airlines, Inc.	Ticket Sales Center, Inmobiliaria Rudolfo, S. A. BJX00002	Plaza Leon, Blvd. Adolfo Lopez, Mateo No. 1102 Oriente	Leon		03100	Mexico
American Airlines, Inc.	300 Avenida Paseo de Reforma, offices 101-108, MEX00009		Mexico City		06600	Mexico
American Airlines, Inc.	300 Avenida Paseo de Reforma, offices 201-205, 206A&B 207A&B, MEX00010		Mexico City		06600	Mexico
American Airlines, Inc.	City Ticket Office, World Trade Center MEX00004	Motecito 38, Colonia Napoles	Mexico City			Mexico

Debtor	Building	Street Address	City	State	Zip Code	Country
American Airlines, Inc.	Ticket Sales Center, No. 5 Centro Comercial Campeste MTY00004	Ave Vasconcelos 158	Monterrey, Nuevo Leon			Mexico
American Airlines, Inc.	Reservations Office, Tamayo 100 MTY0006	Av. Rufino Tamayo 100, Fraccionamiento Valle Oriente	Monterrey, Nuevo Leon		66269	Mexico
American Airlines, Inc.	Ticket Sales Center, Promende Exploitatie CUR00002	Promenade Unit 5A, Schottegatweg Oost 82	Curacao			Netherlands Antilles
American Airlines, Inc.	Sales Kiosk, Supermarket Bush Road SXMC0001	Shopping Plaza, Bush Road	St. Maarten			Netherlands Antilles
American Airlines, Inc.	Sales office, Plaza Espana Office Complex MGA00002	Del Parque Las Madres, 300 Mts. Al Sur	Managua			Nicaragua
American Airlines, Inc.	Inversiones Comerciales, S.A. MGA00004	Centro Comercial, Seccion B-13	Managua			Nicaragua
American Airlines, Inc.	Basadra, Ticket Sales Center LIM00003	Lima				Peru
American Airlines, Inc.	Sales Office BCN00002	C/Pau Claris 138, 7 floor	Barcelona			Spain
American Airlines, Inc.	Sales Office, Madrid MAD00001	Orense 4, 1 Izq.er Piso,	Madrid		28020	Spain
American Airlines, Inc.	Sales Office/ City Ticket Office ZRH00001	Hirschengraben 82	Zurich		8023	Switzerland
American Airlines, Inc.	City Ticket Office, Independence Square POSC0002	American Airlines, Number 69 Independence Square	Port Of Spain			Trinidad and Tobago

Debtor	Building	Street Address	City	State	Zip Code	Country
American Airlines, Inc.	Reservations Office, Newtown Centre POS00003	30-36 Maraval Road 5th Floor	Trinidad, W.I.			Trinidad and Tobago
American Airlines, Inc.	City Ticket Office, The Old Bank Building PLS00002	Butterfield Square	Providenciales			Turks and Caicos Islands
American Airlines, Inc.	Sales Office, Trinity Square Hounslow LON00004	American Airlines House, 23-59 Staines Road	Hounslow Middlesex		TW3 4HW	United Kingdom
American Airlines, Inc.	Sheraton Ticket Sales Center, MVD00001	Luis Alberto de Herrera 1290	Montevideo			Uruguay
American Airlines, Inc.	Sheraton Ticket Sales Center MVD00001	Luis Alberto de Herrera 1290	Montevideo			Uruguay
American Airlines, Inc.	Dallas Cowboy Stadium ARL00001	1601 Ivy Lane	Arlington	Texas	76011	USA
American Airlines, Inc.	Sales Office, Airport Plaza (Office Park) DCA00007	2611 Jefferson Davis Highway, Suite 201	Arlington	Virginia		USA
American Airlines, Inc.	Reservations Office, MacGregor Park RDU00005	American Airlines SERO, 500 Gregson Drive	Cary	North Carolina	27511	USA
American Airlines, Inc.	Sales and Administration, Ponce De Leon Building MIA00002	901 Ponce De Leon Blvd	Coral Gables	Florida	33134	USA



Debtor	Building	Street Address	City	State	Zip Code	Country
American Airlines, Inc.	Ponce Office condominium MIA00016	1600 Ponce De Leon boulevard, PH-1	Coral Gables	Florida	33134	USA
American Airlines, Inc.	American Airlines Center DALC0013	2500 Victory Avenue, Suite 130	Dallas	Texas	75201	USA
American Airlines, Inc.	Business Resumption Center, Redbird Center DALS0001	5510 Westmoreland, Suite 100/200	Dallas	Texas	75237	USA
American Airlines, Inc.	Sales office, Pacific Corporate Towers LAX00002	222 N. Sepulveda Blvd., 21st Floor Suite, 2100	El Segundo	California	90245	USA
American Airlines, Inc.	City Ticket Office FLLC0001	2720 E. Oakland Park Blvd.	Fort Lauderdale	Florida	33306	USA
American Airlines, Inc.	HDQ1 (HDQ00001) Administrative Offices	4333 Amon Carter Blvd	Fort Worth	Texas	76155	USA
American Airlines, Inc.	HDQ2 (HDQ00002), Adminstrative Offices	4255 Amon Carter Blvd	Fort Worth	Texas	76155	USA
American Airlines, Inc.	Fac West Hwy 360/W Frt/Kitchen HDQ00003	4601 Hwy 360, Suite 1C-200	Fort Worth	Texas	76155	USA
American Airlines, Inc.	Southern Reservations Office SRO00001	SRO, 4700 American Blvd.	Fort Worth	Texas	76155	USA
American Airlines, Inc.	Apartment NYC00007	153-15 82nd Street, Apartment 4C	Howard Beach	New York	11414	USA
American Airlines, Inc.	Office at The Towers At Williams Square DALL0004	5215 North O'Connor Blvd., Suite 1790	Irving	Texas	75039	USA
American Airlines, Inc.	American Airlines Arena MIA00006	601 Biscayne Blvd	Miami	Florida	33132	USA
American Airlines, Inc.	Rolls Royce Building MIA00008	Rolls Royce Building	Miami	Florida		USA

Debtor	Building	Street Address	City	State	Zip Code	Country
American Airlines, Inc.	OneWorld Office NYC00008	Two Park Avenue	New York	New York	10019	USA
American Airlines, Inc.	Sales Office, Columbia Centre III CHI00003	9525 W. Bryn Mawr, Suite 800	Rosemont	Illinois	60018	USA
American Airlines, Inc.	Warehouse space, 16th Ave South Business Park SEA00007	19005 16th Avenue South	Seattle	Washington	98188	USA
American Airlines, Inc.	Sales Office, Gateway Building SFO00002	601 Gateway Blvd., Suite 1250	South San Francisco	California	94080	USA
American Airlines, Inc.	525 North Memorial TUL00004	525 North Memorial	Tulsa	Oklahoma	74115	USA
American Airlines, Inc.	Tulsa Triad II Building TUL00008	7645 East 63rd St.	Tulsa	Oklahoma	74133	USA
American Airlines, Inc.	Building 6 @ Air Force Plant#3 TUL00013	Building 6, 2143 N 85th East Ave	Tulsa	Oklahoma	74115	USA
American Airlines, Inc.	M&E Storage TUL00015	6929 East Reading Place	Tulsa	Oklahoma	74115- 4636	USA
American Airlines, Inc.	TUL M&E Composite Tool Operation TUL00016	11501-11541 East Pine, Suite 1	Tulsa	Oklahoma	74116	USA
American Airlines, Inc.	Government Affairs offices DCA00002	1101 17th Street, NW	Washington, D.C.	District Of Columbia	20036	USA
American Airlines, Inc.	Sales Office BOS00002	400 Unicorn Park Drive	Woburn	Massachusetts	01801	USA
American Airlines, Inc.	The Venezuela Hotel CCS00002	Tamanaco Company, Local 60/61 Las Mercedes	Caracas			Venezuela

Debtor	Building	Street Address	City	State	Zip Code	Country
American Aviation Supply LLC	Sycamore Center CHI00004	308 West State Street, Corner of State & Somonauk St	Sycamore	Illinois	60178	USA
American Eagle Airlines, Inc.	CP28 building & warehouse	4550 Buckingham Road	Fort Worth	Texas	76155	USA
Executive Airlines Inc.	Jenco Plaza	Jenco Plaza Unit #4,Keys Drive	Marsh Harbour	Abaco		Bahamas

On-Airport

Debtor	Airport	Property Address Line 1	Property Address Line 2	City	State	Zip Code	Country
American Airlines, Inc.	V.C. Bird international	Antigua Airport Authority	Coolidge	St. Johns			Antigua and Barbuda
American Airlines, Inc.	Aeropuerto internacional De Ezeiza	Ministro Pistarini	Pica De Buenos Aires	Buenos Aires			Argentina
American Airlines, Inc.	Aruba	Aeropuerto Internacional	Beatrix	Dutch Caribbean			Aruba
American Airlines, Inc.	Sydney /Central Tower	Level 9, 241 O'Riordan Street	Mascot, NSW 2020	North Sydney			Australia
American Airlines, Inc.	Grantley Adams International	Airport	Christ Church	Barbados			Barbados
American Airlines, Inc.	Brussels National	Room TmC0050,B- 1930	Zaventem	Brussels			Belgium
American Airlines, Inc.	Phillip S.W. Goldson international	Ladyville Belize District		Belize City			Belize
American Airlines, Inc.	Bermuda international	#3, Cahow Way	#3, Cahow Way	St. George		GEEX	Bermuda
American Airlines, Inc.	El Alto International	El Alto Interntional Airport		La Paz			Bolivia
American Airlines, Inc.	Viru Viru International	Viru Viru Intl Airport		Santa Cruz			Bolivia
American Airlines, Inc.	Belo Horizonte, Brazil	Airport		Belo Horizonte			Brazil
American Airlines, Inc.	Brasilia International	Brasilia		Brasilia			Brazil
American Airlines, Inc.	Recife	Recife, Brazil		Recife			Brazil
American Airlines, Inc.	Rio De Janeiro international	Avenida 20 De Janeiro		Rio De Janeiro		21942-900	Brazil
American Airlines, Inc.	Salvador de Bahia	Salvador de Bahia, Brazil		Salvador de Bahia			Brazil
American Airlines, Inc.	Sao Paulo international	Postal 03029, Guarulhos		Sao Paulo		07141-970	Brazil
American Airlines, Inc.	Calgary International Aiport	2000 Airport Road N.E.		Calgary	Alberta	T2E 6W5	Canada
American Airlines, Inc.	Dorval International	751 Stuart Graham	Bay 3c3	Dorval	Quebec	H4Y 1J6	Canada
American Airlines, Inc.	Ottawa International	1000 Airport Parkway Private	Suite 2500	Ottawa	Ontario	K1V 9B4	Canada

Debtor	Airport	Property Address Line 1	Property Address Line 2	City	State	Zip Code	Country
American Airlines, Inc.	Vancouver International	Itb Level 3 East Concourse	3211 Grant Mcconachie Way	Richmond	BC	V7B 1Y2	Canada
American Airlines, Inc.	Lester B. Pearson International	Lester B. Pearson Intl Arpt	Air Cargo Building B, Room 417	Toronto	Ontario	L5P 1B2	Canada
American Airlines, Inc.	Owen Roberts international	Owen Roberts Drive		Grand Cayman			Cayman Islands
American Airlines, Inc.	Mini Warehouse Two Limited	P. O. Box 11637	Unit #544 and #545	Grand Cayman			Cayman Islands
American Airlines, Inc.	Aeropuerto International Arturo	Merino Benitez		Santiago			Chile
American Airlines, Inc.	Beijing Capital International	C5S091, 3F, Terminal 3	Beijing Capital Intl. Airport	Beijing		100621	China
American Airlines, Inc.	Beijing Capital International, Cargo office	Office Build. BJS Intl. Cargo	No.6, Huoyun Road	Beijing		10062	China
American Airlines, Inc.	Ernesto Cortissoz	Ernesto Cortissoz Airport		Barranquilla			Colombia
American Airlines, Inc.	El Dorado	El Dorado Airport		Bogata			Colombia
American Airlines, Inc.	Aeropuerto International	Alfonso Bonilla Aragon		Cali			Colombia
American Airlines, Inc.	Medellin International	Medellin International Airport		Medillin			Colombia
American Airlines, Inc.	Liberia Costa Rica	Liberia Costa Rica Airport		Liberia			Costa Rica
American Airlines, Inc.	Puerto Plata International	Puerto Plata		Puerto Plata			Dominican Republic
American Airlines, Inc.	Las Americas International	Las Americas Intl Airport		Punta Caucedo			Dominican Republic
American Airlines, Inc.	Cibao International	Cibao International Airport		Santiago			Dominican Republic
American Airlines, Inc.	Simon Bolivar International	Simon Bolivar Intl Airport		Guayaquil			Ecuador
American Airlines, Inc.	Mariscal Sucre International	Mariscal Sucre Intl Airport		Quito			Ecuador

Debtor	Airport	Property Address Line 1	Property Address Line 2	City	State	Zip Code	Country
American Airlines, Inc.	El Salvador International	Comalapa, La Paz		San Salvador			El Salvador
American Airlines, Inc.	Helsinki-Vantaa	T2 Terminal	Room 0174	Helsinki		01530 VANTAA	Finland
American Airlines, Inc.	Charles De Gaulle	Charles De Gaulle Airport		Paris			France
American Airlines, Inc.	Frankfurt am Main	Bldg 201, Room 6136-8	Flughafen Postfach 69	Frankfurt		60549	Germany
American Airlines, Inc.	Point Salines international	St. George'S		Grenada			Grenada
American Airlines, Inc.	Point Salines International			St. George's			Grenada
American Airlines, Inc.	La Aurora international	Zona 13		Guatemala City		01013	Guatemala
American Airlines, Inc.	Francoise Duvalier International	Aeroport International	De Port Au Prince, Haiti	Port Au Prince			Haiti
American Airlines, Inc.	San Pedro Sula International	San Pedro Sula Intl Airport		San Pedro Sula			Honduras
American Airlines, Inc.	Toncontin International	Toncontin Intl Airport		Tegucigalpa			Honduras
American Airlines, Inc.	Delhi	Delhi Airport		Delhi			India
American Airlines, Inc.	Dublin International	Dublin Airport Authority		Dublin			Ireland
American Airlines, Inc.	Shannon	Unknown Address		Shannon			Ireland
American Airlines, Inc.	Rome Fiumicino	Rome Fiumicino Airport		Rome			Italy
American Airlines, Inc.	Norman Manley International	Airport	Windward Road Station	Kingston, 2			Jamaica
American Airlines, Inc.	Sangster International	Airport	Montego Bay P.O. No. 1	Montego Bay			Jamaica
American Airlines, Inc.	Narita	Narita Airport		Narita			Japan
American Airlines, Inc.	Shanghai Pudong International	Shanghai Pudong International		Shanghai			Japan
American Airlines, Inc.	Acapulco International	Acapulco International Airport		Acapulco			Mexico

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American Airlines, Inc.	Cancun International	Cancun International Airport		Cancun	Quintana Roo	77500	Mexico
American Airlines, Inc.	Chihuahua Villalobos International			Chihuahua		31390	Mexico
American Airlines, Inc.	Cozumel International	Cozumel International Airport		Cozumel	Quintana Roo		Mexico
American Airlines, Inc.	Guadalajara International	Airport	Libertador Miguel Hidalgo	Guadalajara, Jal.			Mexico
American Airlines, Inc.	Zihuatanejo International	Zihuatanejo Intl Airport		Ixtapa Zihuatanejo			Mexico
American Airlines, Inc.	Aeropuerto de Bajio, SA de CV	Leon, Mexico Airport		Leon		03100	Mexico
American Airlines, Inc.	Benito Juarez Aeropuerto International	Benito Juarez		Mexico City	DF	15620	Mexico
American Airlines, Inc.	Monterrey International	Monterrey Intl Airport		Monterrey	Nuevo Leon 66600		Mexico
American Airlines, Inc.	Puerto Vallarta International	Kilometro 7.5 Carretera a	Tepic, Nayarit	Puerto Vallarta, Jalisco		48311	Mexico
American Airlines, Inc.	San Jose del Cabo	San Jose del Cabo Airport		San Jose del Cabo			Mexico
American Airlines, Inc.	Guanajuato International			Silao	Guanajuato	36270	Mexico
American Airlines, Inc.	Curacao International	Plasa Margareth Abraham		Curacao			Netherlands Antilles
American Airlines, Inc.	Princess Juliana International	Airport Boulevard		St. Maarten			Netherlands Antilles
American Airlines, Inc.	Managua Aeropuerto International	Augusto Cesar Sandino		Managua			Nicaragua
American Airlines, Inc.	Tocumen International	Tocumen International Airport	Panama City	Panama			Panama
American Airlines, Inc.	Silvio Pettirossi international	Silvio Pettirossi Intl Airport		Asuncion			Paraguay

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American Airlines, Inc.	Aeropuerto International Jorge Chavez	American Airlines Terminal		Lima - Callao			Peru
American Airlines, Inc.	Luis Munoz Marin International	Luis Munoz Marin Intl Airport		Carolina	Puerto Rico	00979	Puerto Rico
American Airlines, Inc.	Aeropuerto de Barcelona	Oficina 467, Zona S5B,	Dique Sur, Planta 0, term 1	Barcelona		08820	Spain
American Airlines, Inc.	Zurich Kloten	Zurich Kloten Airport	Office B/728	Zurich			Switzerland
American Airlines, Inc.	Piarco International	Piarco International Airport		Piarco			Trinidad and Tobago
American Airlines, Inc.	Providenciales International	Airport		Providenciales			Turks and Caicos Islands
American Airlines, Inc.	Stansted Limited	130 Wilton Road		London		SW1V1LQ	United Kingdom
American Airlines, Inc.	London Heathrow	London Heathrow Airport	130 Wilton ROad	London Middlesex		SW1V 1LQ	United Kingdom
American Airlines, Inc.	GSE Maintenance at London Heathrow			London Middlesex		SW1V 1LQ	United Kingdom
American Airlines, Inc.	Manchester	23/59 Staines Road		Manchester			United Kingdom
American Airlines, Inc.	London Gatwick	North Terminal		West Sussex RH6 ONP			United Kingdom
American Airlines, Inc.	Abilene Regional	2733 Airport Parking Circle		Abilene	Texas	79604	USA
American Airlines, Inc.	Albuquerque international	2200 Sunport Blvd S.E.		Albuquerque	New Mexico	87106	USA
American Airlines, Inc.	Mcghee Tyson Field	2055 Alcoa Highway		Alcoa	Tennessee	37701	USA
American Airlines, Inc.	Alexandria International	1100 Frank Andrews Blvd		Alexandria	Louisiana	71303- 5636	USA
American Airlines, Inc.	Lehigh Northampton	Authority	3311 Airport Road	Allentown	Pennsylvania	18109- 3040	USA
American Airlines, Inc.	Amarillo International	10801 Airport Blvd.		Amarillo	Texas	79111- 1211	USA
American Airlines, Inc.	Anchorage international	4600 Postmark Dr		Anchorage	Alaska	99502	USA



Debtor	Airport	Property Address Line 1	Property Address Line 2	City	State	Zip Code	Country
American Airlines, Inc.	Hartsfield Atlanta	6000 North Terminal Parkway S	6000 North Terminal Parkway S	Atlanta	Georgia	30320	USA
American Airlines, Inc.	Hartsfield Atlanta Cargo	3400 Inner Loop Road	North Cargo Bldg.	Atlanta	Georgia	30320	USA
American Airlines, Inc.	Augusta Regional	Aviation Services	1501 Aviation Way	Augusta	Georgia	309006- 9600	USA
American Airlines, Inc.	Austin-Bergstrom international	3600 Presidential Blvd.		Austin	Texas	78719	USA
American Airlines, Inc.	Austin Bergstrom International	3600 Presidential Blvd.	Suite 411	Austin	Texas	78719	USA
American Airlines, Inc.	Baton Rouge Metropolitan	Ryan Terminal Building		Baton Rouge	Louisiana	70807	USA
American Airlines, Inc.	Northwest Arkansas Regional	One Airport Blvd		Bentonville	Arkansas	72712	USA
American Airlines, Inc.	Birmingham Municipal	5900 Airport Highway		Birmingham	Alabama	35212	USA
American Airlines, Inc.	Boise	Airport Director	3201 Airport Way, Suite 1000	Boise	Idaho	83705	USA
American Airlines, Inc.	Buffalo Niagara international	4200 Genesee Street		Buffalo	New York	14225	USA
American Airlines, Inc.	Burbank Glendale	2627 Hollywood Way		Burbank	California	91505	USA
American Airlines, Inc.	Mercury Air Center	Mercury North Ramp Area	Burbank Glendale Airport	Burbank	California	91505	USA
American Airlines, Inc.	Baltimore/Washington international	Terminal Ticket Counter		BWI Airport	Maryland	21240	USA
American Airlines, Inc.	Washington Dulles International	Main Terminal	Dulles International Airport	Chantilly	Virginia	22021	USA
American Airlines, Inc.	Charlotte/Douglas international	5501 Josh Birmingham Parkway		Charlotte	North Carolina	28208	USA
American Airlines, Inc.	Chicago Midway	Chicago Midway Airport	Terminal 2/Upper Level	Chicago	Illinois	60666	USA
American Airlines, Inc.	O'Hare International	Terminal 3		Chicago	Illinois	60666	USA
American Airlines, Inc.	Hangar Facility	O'Hare International Airport	Cargo Building	Chicago	Illinois	60666	USA
American Airlines, Inc.	Gem Building/Hangar 2	O'Hare International Airport	Terminal 3	Chicago	Illinois	60666	USA

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American Airlines, Inc.	Cleveland Hopkins international	2025 Ontario Avenue		Cleveland	Ohio	44115- 1028	USA
American Airlines, Inc.	Easterwood/Bryant College Station	TAMU 1583		College Station	Texas		USA
American Airlines, Inc.	Colorado Springs Municipal	7770 Drennon Rd		Colorado Springs	Colorado	80916	USA
American Airlines, Inc.	Port Columbus International	4600 International Gateway		Columbus	Ohio	43219	USA
American Airlines, Inc.	Corpus Christi international	1000 International Drive		Corpus Christi	Texas		USA
American Airlines, Inc.	John Wayne	3160 Airway Avenue		Costa Mesa	California	92626	USA
American Airlines, Inc.	3000 Airway Orange County	3000 "A" Airway		Costa Mesa	California	92626	USA
American Airlines, Inc.	Dallas Love Field	8008 Cedar Springs	Love Field East Terminal Bldg.	Dallas	Texas	75235	USA
American Airlines, Inc.	Dayton International	3600 Terminal Drive	3600 Terminal Drive	Dayton	Ohio	45377	USA
American Airlines, Inc.	Denver International	9116 Pena Blvd	Concourse C	Denver	Colorado	80249	USA
American Airlines, Inc.	Des Moines international	Terminal Building		Des Moines	Iowa	50321	USA
American Airlines, Inc.	L.C. Smith Terminal, Detroit Metro	L. C. Smith Terminal		Detroit	Michigan	48242	USA
American Airlines, Inc.	DFW International	DFW International Airport	3200 E. Airfield	DFW Airport	Texas	75261	USA
American Airlines, Inc.	DFW Maintenance Hangars	1600 West 20th Street		DFW Airport	Texas	75261	USA
American Airlines, Inc.	DFW Fuel Farm Facility	DFW International Airport	Terminal C - Gate 11	DFW Airport	Texas	75261- 9047	USA
American Airlines, Inc.	DFW international Cargo Bldg	1815 North Service Road	1E Cargo/Cargo Mail Facility	DFW Airport	Texas	75261	USA
American Airlines, Inc.	Ground Svcs Equipment Bldg.	1811 North Service Road		DFW Airport	Texas	75261	USA
American Airlines, Inc.	Priority Parcel Facility	2300 Crossunder #3		DFW Airport	Texas	75261	USA
American Airlines, Inc.	DFW Hangar 5 (Delta Hangar)	2901 East 28th Street		DFW Airport	Texas	75261	USA
American Airlines, Inc.	Dubuque Regional	11000 Airport Road		Dubuque	Iowa	52003	USA

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American Airlines, Inc.	Durango-La Plata Cty	1000 Airport Road, P.O. Box 1		Durango	Colorado	81301	USA
American Airlines, Inc.	BOS Logan International	Terminal B	Terminal B	East Boston	Massachusetts	02128- 2909	USA
American Airlines, Inc.	Northwest Florida Regional	Airport	1708 State Road 85 North	Eglin A.F.B.	Florida	32542	USA
American Airlines, Inc.	El Paso International	6501 Convair Road		El Paso	Texas	79925- 1091	USA
American Airlines, Inc.	El Paso Cargo Building	6501 Corvair Road	Suite E	El Paso	Texas	79925	USA
American Airlines, Inc.	Evansville-Vanderburgh	7801 Bussing Drive		Evansville	Indiana	47725	USA
American Airlines, Inc.	Fargo Hector International	PO Box 2845		Fargo	North Dakota	58108	USA
American Airlines, Inc.	Fayetteville Regional	PO Box 64218		Fayetteville	North Carolina	28306	USA
American Airlines, Inc.	Asheville Regional	Authority	61 Terminal Drive	Fletcher	North Carolina	28732	USA
American Airlines, Inc.	Flint/Bishop International	Authority	G-3425 W. Bristol Road	Flint	Michigan	48507	USA
American Airlines, Inc.	LaGuardia	LaGuardia Hangars		Flushing	New York	11371	USA
American Airlines, Inc.	Ft. Lauderdale international	1400 Lee Wagner Blvd.		Fort Lauderdale	Florida	33315	USA
American Airlines, Inc.	Fort Smith Regional	6700 McKennon Blvd.	Suite 200	Fort Smith	Arkansas	72903	USA
American Airlines, Inc.	Alliance Maintenance Base	2000 Eagle Parkway	Mail Drop 8200	Fort Worth	Texas	76177	USA
American Airlines, Inc.	Fresno Air Terminal	2444 N. Ashely Way		Fresno	California	93727	USA
American Airlines, Inc.	Fresno Yosemite international	5175 E. Clinton Way		Fresno	California	93727	USA
American Airlines, Inc.	Southwest Florida International	16000 Chamberlin Pkwy.		Ft. Myers	Florida	33913- 8899	USA
American Airlines, Inc.	Central Nebraska Regional	3743 Sky Park Road		Grand Island	Nebraska	68801	USA
American Airlines, Inc.	Grand Junction Regional	2828 Walker Field Drive	Suite 301	Grand Junction	Colorado	81506	USA
American Airlines, Inc.	Gerald R Ford international	5500 44th Street S E		Grand Rapids	Michigan	49512	USA

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American Airlines, Inc.	Austin Straubel international	2077 Airport Drive	Suite 18	Green Bay	Wisconsin	54313- 5596	USA
American Airlines, Inc.	Greenville-Spartanburg	Airport Commission	2000 GSP Dr., Suite 1	Greer	South Carolina	29651- 9202	USA
American Airlines, Inc.	Gulfport-Biloxi International	Airport	14035-L Airport Road	Gulfport	Mississippi	39503	USA
American Airlines, Inc.	Gunnison County	Terminal	711 W Rio Grande	Gunnison	Colorado	81230	USA
American Airlines, Inc.	Sawyer International	125 G Avenue		Gwinn	Michigan	49841	USA
American Airlines, Inc.	Eagle County Regional	0219 Eldon Wilson Rd		Gypsum	Colorado	81637	USA
American Airlines, Inc.	Yampa Valley Reg	11005 Routt County Rd 51a		Hayden	Colorado	81639	USA
American Airlines, Inc.	North Kentucky international	2939 Terminal Drive		Hebron	Kentucky	41048	USA
American Airlines, Inc.	Honolulu International	300 Rodgers Blvd		Honolulu	Hawaii	96819	USA
American Airlines, Inc.	William P. Hobby	Houston Airport System	PO Box 60106	Houston	Texas	77205- 0106	USA
American Airlines, Inc.	George Bush International	George Bush Intl Airport	2800 N. Terminal Road	Houston	Texas	77032	USA
American Airlines, Inc.	GSE Facility - Building 9	18411 Viscount, Bldg 9	Suite 100	Houston	Texas	77032	USA
American Airlines, Inc.	Houston International Air Cargo Centre	19175 Lee Road	Suite 350	Humble	Texas	77338	USA
American Airlines, Inc.	Huntsville-Madison County A/P	1000 Glenn Hearn Blvd.		Huntsville	Alabama	35824	USA
American Airlines, Inc.	Indianapolis International	2500 S. High School Rd		Indianapolis	Indiana	46241	USA
American Airlines, Inc.	Jackson Muncipal	Authority	PO Box 98109	Jackson	Mississippi	39298- 8109	USA
American Airlines, Inc.	Jackson Hole	1250 E. Airport Rd		Jackson Hole	Wyoming	83001	USA
American Airlines, Inc.	Jacksonville International	2831 Talleyrand Avenue		Jacksonville	Florida	32206- 0005	USA
American Airlines, Inc.	JFK International	Bldg 57 - Terminal 8		Jamaica	New York	11430	USA
American Airlines, Inc.	JFK Hangar 12	JFK International Airport		Jamaica	New York	11430	USA
American Airlines, Inc.	Kahului	Kahului Airport		Kahului	Hawaii	96732	USA

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American Airlines, Inc.	Kalamazoo/Battle Creek International			Kalamazoo	Michigan	49002	USA
American Airlines, Inc.	Kansas City International	601 Brasilia Avenue		Kansas City	Missouri	64153	USA
American Airlines, Inc.	New Orleans International	New Orleans Intl Airport	900 Airline Drive	Kenner	Louisiana	70062	USA
American Airlines, Inc.	Key West International			Key West	Florida	33040	USA
American Airlines, Inc.	La Crosse Municipal	400 La Crosse Street		La Crosse	Wisconsin	54601-3396	USA
American Airlines, Inc.	Lafayette			Lafayette	Louisiana	70508	USA
American Airlines, Inc.	Laredo International	5210 Bob Bullock Loop		Laredo	Texas	78042	USA
American Airlines, Inc.	McCarran International	5757 Wayne Newton Blvd		Las Vegas	Nevada	89119	USA
American Airlines, Inc.	Lawton/Fort Sill Regional	PO Box 531		Lawton	Oklahoma	73502	USA
American Airlines, Inc.	Lihue	3901 Mokulele Loop		Lihue	Hawaii	96766	USA
American Airlines, Inc.	Little Rock National	Dept. Of Aviation	One Airport Drive	Little Rock	Arkansas	72202	USA
American Airlines, Inc.	East Texas Regional			Longview	Texas	75603	USA
American Airlines, Inc.	Los Angeles International	1 World Way		Los Angeles	California	90009	USA
American Airlines, Inc.	Standiford Field Regional	One Standiford Field	700 Administration Dr.	Louisville	Kentucky	40209-1537	USA
American Airlines, Inc.	Lubbock International	5401 N. MLK Boulevard	Unit 381	Lubbock	Texas	79403	USA
American Airlines, Inc.	Dane County Regional	Truax Field	4000 International Lane	Madison	Wisconsin		USA
American Airlines, Inc.	Manhattan Regional	1101 Poyntz Avenue	Airport Department	Manhattan	Kansas	66502-5460	USA
American Airlines, Inc.	McAllen-Miller International	McAllen-Miller Intl Airport	2600 S. Main St.	McAllen	Texas	78503-3142	USA
American Airlines, Inc.	Memphis International	2491 Winchester Road		Memphis	Tennessee	38116	USA

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American Airlines, Inc.	Miami International	Miami International Airport	Concourse E	Miami	Florida	33159- 2075	USA
American Airlines, Inc.	Harrisburg International	Airport	One Terminal Drive Suite 111	Middletown	Pennsylvania	17057	USA
American Airlines, Inc.	Midland International	PO Box 60305		Midland	Texas	79711	USA
American Airlines, Inc.	General Mitchell International	5300 South Howell Avenue		Milwaukee	Wisconsin	53207- 6156	USA
American Airlines, Inc.	Minneapolis-St. Paul International	6040 28th Avenue South		Minneapolis	Minnesota	55450- 6121	USA
American Airlines, Inc.	Air Cargo Facility	7550 22nd Ave. South	MSP Intl Airport	Minneapolis	Minnesota	55450	USA
American Airlines, Inc.	Quad City International	2200 69th Ave		Moline	Illinois	61265	USA
American Airlines, Inc.	Monterey Peninsula	District	200 Fred Kane Dr., Suite 200	Monterey	California	93940	USA
American Airlines, Inc.	Montgomery Authority	Montgomery Regional Airport Da	4445 Selma Highway	Montgomery	Alabama	36108	USA
American Airlines, Inc.	Montrose Regional	2100 Airport Road		Montrose	Colorado	81401	USA
American Airlines, Inc.	Central Wisconsin	200 CWA Dr Ste 201		Mosinee	Wisconsin	54455	USA
American Airlines, Inc.	Nashville International	One Terminal Drive		Nashville	Tennessee	37214- 4114	USA
American Airlines, Inc.	Newark International	Terminal A		Newark	New Jersey	07114	USA
American Airlines, Inc.	EWB Building 151A	Newark International Airport		Newark	New Jersey	07102- 3091	USA
American Airlines, Inc.	EWB Building 157, Bay 7	The Port Authority NY & NJ	Newark Liberty Intl Airport	Newark	New Jersey	07114	USA
American Airlines, Inc.	Norfolk International	Norfolk International Airport	2200 Norview Avenue	Norfolk	Virginia	23518- 5897	USA
American Airlines, Inc.	Will Rogers World	Oklahoma City Airport Trust	7100 Terminal Drive	Oklahoma City	Oklahoma	73159- 0937	USA
American Airlines, Inc.	Eppley Airfield	4501 Abbott Drive		Omaha	Nebraska	68110	USA
American Airlines, Inc.	Ontario International	2900 E. Airport Dr		Ontario	California	91761	USA
American Airlines, Inc.	Orlando International	Orlando International Airport	Jeff Fuqua Boulevard	Orlando	Florida	32827- 4399	USA

Debtor	Airport	Property Address Line 1	Property Address Line 2	City	State	Zip Code	Country
American Airlines, Inc.	Fuel Pits 23 Thru 36	Greater Orlando Aviation Auth	Jeff Fuqua Boulevard	Orlando	Florida	32827- 4399	USA
American Airlines, Inc.	GSE Space	8684 Bear Road	Orlando International Airport	Orlando	Florida	32827	USA
American Airlines, Inc.	Palm Springs Municipal	Terminal	3400 Tahquitz Canyon Way, #512	Palm Springs	California	92262	USA
American Airlines, Inc.	Pensacola Gulf Coast Regional	Regional Airport	2430 Airport Blvd., Suite 225	Pensacola	Florida	32504- 8964	USA
American Airlines, Inc.	Philadelphia International	Philadelphia Intl Airport	Terminal A	Philadelphia	Pennsylvania	19153	USA
American Airlines, Inc.	Sky Harbor Municipal	3400 E Sky Harbor Blvd		Phoenix	Arizona	85034	USA
American Airlines, Inc.	Pittsburgh International	1000 Airport Blvd		Pittsburgh	Pennsylvania	15231	USA
American Airlines, Inc.	Portland International	7000 NE Airport Way		Portland	Oregon	97218	USA
American Airlines, Inc.	JFK Cargo Building 79	North Boundry Road	JFK International Airport	Queens	New York	11427	USA
American Airlines, Inc.	Raleigh Durham	1051 Cargo Drive		Raleigh	North Carolina	27623	USA
American Airlines, Inc.	Reno/Tahoe International	2001 E. Plumb Lane		Reno	Nevada	89502	USA
American Airlines, Inc.	GSE shop and M&E Storage	1500 Terminal Way, Unit 108		Reno	Nevada	89502	USA
American Airlines, Inc.	Richmond International	1 Richard E. Byrd Terminal Dr.		Richmond	Virginia	23250- 2400	USA
American Airlines, Inc.	Greater Rochester International	1200 Brooks Avenue		Rochester	New York	14624	USA
American Airlines, Inc.	Sacramento Metro	6900 Airport Blvd.	Bldg 280	Sacramento	California	95837	USA
American Airlines, Inc.	Salt Lake City International	776 North Terminal Drive		Salt Lake City	Utah	84122	USA
American Airlines, Inc.	San Angelo Mathis Field	8618 Terminal Circle		San Angelo	Texas	76904	USA
American Airlines, Inc.	San Antonio International	9800 Airport Blvd.		San Antonio	Texas	78216- 9990	USA
American Airlines, Inc.	San Diego International	2340 Stillwater Road		San Diego	California	92112	USA

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American Airlines, Inc.	San Francisco International	North Terminal		San Francisco	California	94128	USA
American Airlines, Inc.	San Jose International	2077 Airport Blvd.		San Jose	California	95112	USA
American Airlines, Inc.	Santa Fe Municipal	PO Box 909		Santa Fe	New Mexico	87504-0909	USA
American Airlines, Inc.	Savannah Hilton Head	Savannah Airport Commission	400 Airways Avenue	Savannah	Georgia	31408-8000	USA
American Airlines, Inc.	Seattle-Tacoma International	Sea-Tac International Airport	17801 Pacific Hwy. South	Seattle	Washington	98158	USA
American Airlines, Inc.	Afco Cargo Sea Limited Ptnr	2345 S. 156th St	Bldg 1	Seattle	Washington	98158	USA
American Airlines, Inc.	Shreveport Regional	5103 Hollywood Avenue	Suite 300	Shreveport	Louisiana	71109	USA
American Airlines, Inc.	Abraham Lincoln Capital	1200 Capital Airport Drive		Springfield	Illinois	62707	USA
American Airlines, Inc.	Springfield/Branson Regional	2300 N. Airport Blvd.	Suite 100	Springfield	Missouri	65802	USA
American Airlines, Inc.	Lambert-St. Louis International. .	10701 Lambert Int'L Blvd.,		St. Louis	Missouri	63145	USA
American Airlines, Inc.	Syracuse Hancock International	Terminal Building		Syracuse	New York	13212	USA
American Airlines, Inc.	Tallahassee Regional	DMA-Accounting Services Div	Box A-4, City Hall Accounting	Tallahassee	Florida	32301	USA
American Airlines, Inc.	Tampa International	5503 West Spruce St		Tampa	Florida	33607	USA
American Airlines, Inc.	Texarkana Regional	201 Airport Drive		Texarkana	Arkansas	71854	USA
American Airlines, Inc.	Traverse City/Cherry Capital	Cherry Capital Airport		Traverse City	Michigan		USA
American Airlines, Inc.	Tucson International	7005 S. Plumer Avenue		Tucson	Arizona	85706	USA
American Airlines, Inc.	Tulsa International	7777 E. Apache		Tulsa	Oklahoma	74115	USA
American Airlines, Inc.	Maintenance & Engr. Base	3800 N. Mingo Road		Tulsa	Oklahoma	74151	USA
American Airlines, Inc.	Tulsa Cargo Facility	7777 North Cargo Road		Tulsa	Oklahoma	74182	USA



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American Airlines, Inc.	AA Hanger North Develop. Area	N. Memorial Rd. & 36th St. Nor		Tulsa	Oklahoma	74115	USA
American Airlines, Inc.	Tyler Pounds Regional	700 Skyway Blvd		Tyler	Texas	75704	USA
American Airlines, Inc.	Ronald Reagan Washington	National Airport		Washington	District Of Columbia	20001-4901	USA
American Airlines, Inc.	Palm Beach International	Palm Beach Intl Airport		West Palm Beach	Florida	33406-1491	USA
American Airlines, Inc.	Westchester County	Terminal Building		White Plains	New York	10604	USA
American Airlines, Inc.	Wichita Mid Continent	Terminal Building		Wichita	Kansas	67209	USA
American Airlines, Inc.	Bradley International	Terminal Building		Windsor Locks	Connecticut	06096	USA
American Airlines, Inc.	Centro Plaza	Centro Plaza		Caracas			Venezuela
American Airlines, Inc.	Maracaibo Facilities	Torre Comercial and Residencia	Claret, Ave 3e Calle 78-79	Maracaibo			Venezuela
American Airlines, Inc.	Valencia	Valencia Airport		Valencia			Venezuela
American Airlines, Inc.	Cyril E. King	Cyril E. King Airport		St. Thomas		00803	Virgin Islands (USA)
American Eagle Airlines, Inc.	Wallblake Airport			The Valley			Anguilla, British West Indies
American Eagle Airlines, Inc.	Freeport International			Freeport			Bahamas
American Eagle Airlines, Inc.	Halifax Stanfield International	1 Bell Blvd		Enfield	Nova Scotia	B2T 1K2	Canada
American Eagle Airlines, Inc.	Aguascalientes International	Aguascalientes Intl Airport		Aguascalientes			Mexico
American Eagle Airlines, Inc.	San Luis de Potosi			San Luis de Potosi		78341	Mexico
American Eagle Airlines, Inc.	Torreon International			Torreon	Coahuila	27016	Mexico
American Eagle Airlines, Inc.	George F. L. Charles			Castries			St. Lucia
American Eagle Airlines, Inc.	Scranton International	100 Terminal Drive	Suite 1	Avoca	Pennsylvania	18641	USA
American Eagle Airlines, Inc.	Hangar at Northwest Arkansas Regional			Bentonville	Arkansas	72712	USA

Debtor	Airport	Property Address Line 1	Property Address Line 2	City	State	Zip Code	Country
American Eagle Airlines, Inc.	Central Illinois Regional	Airport at Bloomington	3201 Cira Drive, Suite 200	Bloomington	Illinois	61704	USA
American Eagle Airlines, Inc.	Tri Cities Regional	2525 Highway 75	PO Box 1055	Blountville	Tennessee	37617-1055	USA
American Eagle Airlines, Inc.	Cedar Rapids Eastern Iowa			Cedar Rapids	Iowa	52404	USA
American Eagle Airlines, Inc.	Charleston County Aviation	Authority	5500 International Blvd	Charleston	South Carolina	29418-6911	USA
American Eagle Airlines, Inc.	Central West Virginia Regional	Airport Authority	100 Airport Road, Suite 175	Charleston	West Virginia	25311-1080	USA
American Eagle Airlines, Inc.	Chattanooga Metropolitan	Airport Authority	1001 Airport Road, Suite 14	Chattanooga	Tennessee	37421	USA
American Eagle Airlines, Inc.	Cheyenne Regional			Cheyenne	Wyoming	82003	USA
American Eagle Airlines, Inc.	Hangar 7 at Columbus Air Center			Columbus	Ohio	43219	USA
American Eagle Airlines, Inc.	Columbus	3250 West Britt David Road		Columbus	Georgia	31909	USA
American Eagle Airlines, Inc.	DFW Metro Hangar			DFW Airport	Texas	75261	USA
American Eagle Airlines, Inc.	Fort Wayne Allen County	3801 W. Ferguson Road	Suite 209	Fort Wayne	Indiana	46809	USA
American Eagle Airlines, Inc.	Triad International	6415 Airport Parkway	Greensboro/Highpoint /Winston	Greensboro	North Carolina	27409	USA
American Eagle Airlines, Inc.	Hangar at Sawyer International			Gwinn	Michigan	49841	USA
American Eagle Airlines, Inc.	Joplin Regional	City of Joplin	602 South Main Street	Joplin	Missouri	64801	USA
American Eagle Airlines, Inc.	Killeen-Fort Hood Regional	8101 Clear Creek Road		Killeen	Texas	76549	USA
American Eagle Airlines, Inc.	Lake Charles Regional	P. O. Box 5820		Lake Charles	Louisiana		USA
American Eagle Airlines, Inc.	Lexington-Fayette Urban County	Airport Board	4000 Terminal Drive, Suite 206	Lexington	Kentucky	40510-9607	USA

Debtor	Airport	Property Address Line 1	Property Address Line 2	City	State	Zip Code	Country
American Eagle Airlines, Inc.	Mobile Regional	Mobile Airport Authority	P. O. Box 88004	Mobile	Alabama	36608- 0004	USA
American Eagle Airlines, Inc.	Monroe Regional			Monroe	Louisiana	71203	USA
American Eagle Airlines, Inc.	Peoria Regional	6100 W. Everett McKinley	Dirksen Parkway	Peoria	Illinois	61607	USA
American Eagle Airlines, Inc.	Rapid City Regional	4550 Terminal Rd		Rapid City	South Dakota	57703	USA
American Eagle Airlines, Inc.	Rochester	Terminal Building		Rochester	Minnesota	55902	USA
American Eagle Airlines, Inc.	Roswell International			Roswell	New Mexico	88201	USA
American Eagle Airlines, Inc.	Santa Barbara			Santa Barbara	California	93117	USA
American Eagle Airlines, Inc.	Champaign Willard	University of Illinois	11 Airport Road	Savoy	Illinois	61874- 8800	USA
American Eagle Airlines, Inc.	Sioux Falls Regional	Joe Foss Field	2801Jaycee Lane	Sioux Falls	South Dakota	57014	USA
American Eagle Airlines, Inc.	Hangar/parts storage at Springfield/Branson Regional			Springfield	Missouri	65802	USA
American Eagle Airlines, Inc.	Toledo Express	11013 Airport Hwy		Swanton	Ohio	43558	USA
American Eagle Airlines, Inc.	Waco Regional			Waco	Texas	76708	USA
American Eagle Airlines, Inc.	Columbia Metropolitan	3000 Aviation Way		West Columbia	South Carolina	29169	USA
American Eagle Airlines, Inc.	Wichita Falls Municipal	Municipal Airport	4000 Armstrong No. 8	Wichita Falls	Texas		USA
Eagle Aviation Services, Inc.	Hangars at Abilene Regional			Abilene	Texas	79604	USA
Executive Air Charter Inc.	La Romana International			La Romana			Dominican Republic
Executive Airlines Inc	Lynden Pindling International			New Providence			Bahamas

Debtor	Airport	Property Address Line 1	Property Address Line 2	City	State	Zip Code	Country
Executive Airlines Inc	Terrence B Lettsome International			Tortola			British Virgin Islands
Executive Airlines Inc	Melville Hall			Marigot			Dominica
Executive Airlines Inc	Punta Cana International			Punta Cana			Dominican Republic
Flagship Airlines Inc.	Georgetown			Georgetown			Bahamas

## **Schedule 8**

### **Location of Debtors' Assets, Books, and Records**

Pursuant to Local Rule 1007-2(a)(10), the following lists the locations of the Debtors' substantial assets, the location of their books and records, and the nature, location, and value of any assets held by the Debtors outside the territorial limits of the United States.

### **Location of Debtors' Substantial Assets**

The Debtors are one of the world's largest commercial airlines, serving approximately 260 airports in approximately 50 countries and territories with, on average, more than 3,400 daily flights. The Debtors have assets located in each of the cities they serve throughout the world, including aircraft that continuously fly to the Debtors' domestic and international destinations. The Debtors also have substantial assets located at or involving their five primary domestic markets in Dallas/Fort Worth, Chicago, Miami, New York and Los Angeles, as well as London, Tokyo and other international destinations.

### **Books and Records**

The Debtors' books and records are located at Corporate Headquarters, 4333 Amon Carter Blvd., Fort Worth, Texas.

### **Debtors' Assets Outside the United States**

The Debtors have assets in numerous locations throughout the world, including Latin America, the Caribbean, Europe and the Pacific. The Debtors' assets located outside of the United States include various leaseholds, cash, goodwill, intellectual property rights, contract rights, credit card and other receivables, equipment, and aircraft. The aggregate net book value of all assets located outside the United States as of November 28, 2011 is approximately \$550 million.

**Schedule 9**

**Litigation**

Pursuant to Local Rule 1007-2(a)(11), to the best of the Debtors' knowledge and belief, the Debtors are not aware of any actions or proceedings, pending or threatened, against the Debtors or their properties where a judgment against the Debtors or a seizure of their property may be imminent.

## Schedule 10

### **Senior Management**

Pursuant to Local Rule 1007-2(a)(12), the following provides the names of the individuals who comprise the Debtors' existing senior management, a description of their tenure with the Debtors, and a brief summary of their relevant responsibilities and experience.

#### Debtors' Senior Management

Name / Position	Experience / Responsibilities
<p><b>Thomas W. Horton</b>  <i>Chairman, Chief Executive Officer</i>  and President  AMR Corporation ("AMR");  American Airlines, Inc.  ("American")</p>	<p>Mr. Horton currently serves as Chairman, Chief Executive Officer and President of AMR and American, having been elected Chairman and Chief Executive Officer in November 2011 and President in July 2010.</p> <p>Prior to July 2010 election as President, Mr. Horton served as Executive Vice President of Finance and Planning and Chief Financial Officer of AMR and American from March 2006 to July 2010. In 2006, Mr. Horton returned to American from AT&amp;T Corp., a telecommunications company, where he had been Vice Chairman and Chief Financial Officer. Before leaving for AT&amp;T Corp., Mr. Horton was Senior Vice President and Chief Financial Officer of AMR and American from January 2000 to 2002. From 1994 to January 2000, Mr. Horton served as a Vice President of American and before that served in various management positions of American beginning in 1985.</p>
<p><b>Daniel P. Garton</b>  <i>Executive Vice President</i>  AMR, American</p> <p><i>Chief Executive Officer</i>  American Eagle Airlines, Inc.</p>	<p>Daniel P. Garton was named President and Chief Executive Officer of American Eagle Airlines in June 2010. He is also an Executive Vice President of AMR and American.</p> <p>Mr. Garton served as Executive Vice President – Marketing of American from September 2002 to June 2010. He served as Executive Vice President – Customer Services of American from January 2000 to September 2002 and Senior Vice President – Customer Services of American from 1998 to January 2000. Before that, he served as President of AMR Eagle from 1995 to 1998. Except for two years as Senior Vice President and Chief Financial Officer of Continental between 1993 and 1995, he has been with AMR in various management positions since 1984.</p>

Name / Position	Experience / Responsibilities
<p><b>Robert W. Reding</b> <i>Executive Vice President</i> AMR</p> <p><i>Executive Vice President – Operations</i> American</p>	<p>Mr. Reding was elected Executive Vice President – Operations for American in September 2007. He is also an Executive Vice President of AMR.</p> <p>He served as Senior Vice President – Technical Operations for American from May 2003 to September 2007. He joined AMR in March 2000 and served as Chief Operations Officer of AMR Eagle through May 2003. Before joining AMR, Mr. Reding served as President and Chief Executive Officer of Reno Air from 1992 to 1998 and President and Chief Executive Officer of Canadian Regional Airlines from 1998 to March 2000.</p>
<p><b>Gary F. Kennedy</b> <i>Senior Vice President, General Counsel and Chief Compliance Officer</i> AMR, American</p>	<p>Mr. Kennedy was elected Senior Vice President and General Counsel of AMR and American in January 2003. He is also AMR's Chief Compliance Officer.</p> <p>He served as Vice President – Corporate Real Estate of American from 1996 to January 2003. Before that, he served as an attorney and in various management positions at American since 1984.</p>
<p><b>Isabella D. Goren</b> <i>Senior Vice President and Chief Financial Officer</i> AMR, American</p>	<p>Ms. Goren was named Senior Vice President and Chief Financial Officer of AMR and American in July 2010.</p> <p>She served as Senior Vice President – Customer Relationship Marketing of American from March 2006 to July 2010. Before that, she served as Vice President – Interactive Marketing and Reservations of American from July 2003 to March 2006, and as Vice President – Customer Services Planning of American from October 1998 to July 2003. She has been with AMR in various management positions since 1986.</p>
<p><b>Jeffrey J. Brundage</b> <i>Senior Vice President – Human Resources</i> American</p>	<p>Mr. Brundage was named Senior Vice President – Human Resources for American in March 2004.</p> <p>In February 2001, he was named Vice President of Employee Relations. Before that, Mr. Brundage joined American in 1999 as Managing Director of Employee Relations.</p>



Name / Position	Experience / Responsibilities
<b>Thomas R. Del Valle</b> <i>Senior Vice President – Airport Services</i> American	<p>Mr. Del Valle was appointed Senior Vice President – Airport Services of American in September 2007.</p> <p>Previously, Mr. Del Valle served as American’s Vice President of Customer Services since August 1999. From 1997 to 1999, he served as Managing Director – Customer Services in Los Angeles and was named President of American Eagle’s Executive Airlines operation in San Juan from 1992 to 1997. In 1989, he was appointed General Manager of American in Brussels, Belgium. He has been with AMR since 1976 in various management positions.</p>
<b>Peter J. Dolara</b> <i>Senior Vice President – Miami/Caribbean/Latin America</i> American	<p>Mr. Dolara was promoted to Senior Vice President of American in 1989 and moved to Greater Miami in 1992.</p> <p>Mr. Dolara joined American in 1971 and held numerous sales positions until he was promoted to Vice President – Atlantic/Caribbean and New York City Sales in 1984.</p>
<b>Monte E. Ford</b> <i>Senior Vice President – Information Technology and Chief Information Officer</i> American	<p>Mr. Ford was named Senior Vice President and Chief Information Officer of American when he joined American in 2000.</p> <p>Before joining American, Ford held senior management positions with The Associates First Capital Corporation and Bank of Boston.</p>
<b>Craig S. Kreeger</b> <i>Senior Vice President – Customer Experience</i> American	<p>Mr. Kreeger was named Senior Vice President – Customer Experience of American in 2010.</p> <p>Kreeger previously served as Vice President – Europe/Pacific Division of American from 2003 to 2010. Before that, he was Vice President and General Sales Manager of American from 1998 to 2003. He joined AMR in 1985 and has been an officer of American since 1995.</p>
<b>James B. Ream</b> <i>Senior Vice President – Maintenance and Engineering</i> American	<p>Mr. Ream was hired as Senior Vice President – Maintenance and Engineering of American in 2009.</p> <p>Before returning to American, Mr. Ream was President and Chief Executive Officer of ExpressJet Airlines, Inc. from 2001 to 2009. From 1999 to 2001, he was President and Chief Operating Officer of Continental Express Airlines, Inc. and before that he held various management positions with Continental Airlines, Inc. starting in 1995. Mr. Ream joined American in 1987, and until 1995 he held various management positions with AMR.</p>

Name / Position	Experience / Responsibilities
<b>William K. Ris, Jr.</b> <i>Senior Vice President – Government Affairs</i> American	<p>Mr. Ris has been Senior Vice President – Government Affairs since he joined American in 1996.</p> <p>Before that, Mr. Ris was an Executive Vice President for Wexler Group and had represented American as outside counsel for 13 years.</p>
<b>Virasb Vahidi</b> <i>Senior Vice President – Marketing &amp; Planning/Chief Commercial Officer</i> American	<p>Mr. Vahidi rejoined American as Senior Vice President – Planning of American in June 2009.</p> <p>Before returning to American in 2009, Mr. Vahidi served as Chief Operating Officer of Phorm, a technology company and as Vice President of Corporate Planning and Investor Relations at AT&amp;T and later becoming Senior Vice President of Corporate Strategy and Development. In 1994, Mr. Vahidi joined American and held various management positions at American until he joined AT&amp;T in 2002.</p>

**Schedule 11**

**Payroll**

Pursuant to Local Rule 1007-2(b)(1)-(2)(A) and (C), the following provides the estimated amount of weekly payroll to the Debtors' employees (not including officers, directors, and stockholders) and the estimated amount to be paid to officers, stockholders, directors, and financial and business consultants retained by the Debtors, for the 30-day period following the filing of the chapter 11 petitions.

<b>Payments to Employees (Not Including Officers, Directors, and Stockholders)</b>	\$93 million
<b>Payments to Officers, Stockholders, and Directors</b>	\$1.655 million <sup>1</sup>
<b>Payments to Financial and Business Consultants</b>	\$4.25 million <sup>2</sup>

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<sup>1</sup> Comprises approximately \$1.6 million of payroll for executive officers in the 30-day period following the filing, and \$55,000 for directors' fees.

<sup>2</sup> This does not include any payments to the Debtors' attorneys or auditors.

**Schedule 12**

**Cash Receipts and Disbursements,  
Net Cash Gain or Loss, Unpaid Obligations and Receivables**

Pursuant to Local Rule 1007-2(b)(3), the following provides, for the 30-day period following the filing of the chapter 11 petition, the estimated cash receipts and disbursements, net cash gain or loss, and obligations and receivables expected to accrue that remain unpaid, other than professional fees.

<b>Cash Receipts</b>	\$1.85 billion
<b>Cash Disbursements</b>	\$2.15 billion
<b>Net Cash Loss</b>	\$300 million
<b>Unpaid Obligations</b>	\$3.1 billion
<b>Unpaid Receivables</b>	\$1 billion